

Hearing Date: April 11, 2013 at 10:00 a.m. (ET)
Objection Deadline: March 25, 2013 at 4:00 p.m. (ET)

PEPPER HAMILTON LLP
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and

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*Special Foreclosure Review Counsel For
Bankruptcy Issues to the Debtors and
Debtors in Possession*

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

-----)	
In re:)	Case No. 12-12020 (MG)
)	
RESIDENTIAL CAPITAL, LLC, <u>et al.</u> ,)	Chapter 11
)	
Debtors.)	Jointly Administered
-----)	

**COVERSHEET FOR FIRST INTERIM APPLICATION OF PEPPER HAMILTON LLP
AS SPECIAL FORECLOSURE REVIEW COUNSEL FOR BANKRUPTCY ISSUES FOR
THE DEBTORS FOR COMPENSATION AND REIMBURSEMENT OF EXPENSES
INCURRED FOR THE PERIOD MAY 15, 2012 THROUGH DECEMBER 31, 2012**

This is a(n): monthly X interim final application.

Name of Applicant:	Pepper Hamilton LLP (“ Applicant ”)
Authorized to Provide Professional Services to:	Residential Capital, LLC, <i>et al.</i> (collectively, the “ Debtors ”)
Date of Retention:	Order entered on October 11, 2012 retaining Applicant <i>nunc pro tunc</i> to May 14, 2012
Period for which Compensation and Reimbursement is sought:	May 15, 2012 through December 31, 2012 (the “ Application Period ”)
Amount of Compensation Sought as Actual, Reasonable and Necessary:	\$2,226,584.25
Amount of Expense Reimbursement Sought as Actual, Reasonable and Necessary:	\$87,327.73

Summary of Monthly Applications for Application Period

Date Served	Compensation Period	Requested Fees	Requested Expenses	Fees Paid¹	Expenses Paid¹	20% Holdback
10/23/12	5/15/12 through 9/30/12	\$1,030,790.25	\$63,669.06 ²	\$824,632.20	\$64,110.93 ¹	\$205,716.18
12/04/12	10/01/12 through 10/31/12	\$357,386.50	\$9,820.24	\$285,909.20	\$9,820.24	\$71,477.30
1/09/13	11/01/12 through 11/30/12	\$453,292.25	\$5,398.87	\$362,633.80	\$4,957.00 ¹	\$90,658.45
1/30/13	12/01/12 through 12/31/12	\$385,115.25	\$8,439.56	\$308,092.20	\$8,439.56	\$77,023.05
TOTAL	5/15/12 through 12/31/12	\$2,226,584.25	\$87,327.73	\$1,781,267.40	\$87,327.73	\$445,316.85

¹ As of the date of this Application, Applicant has not received interim payment on its invoice for services rendered 12/01/12 – 12/31/12 “the ‘December Statement’”. The deadline for filing objections to the December Statement was 2/19/13 and no objections were received. Debtors have assured Applicant that interim payment would be made during the week this Application is filed, and for this reason, the figures above (and throughout this Application) reflect that payment was received. If payment is not received prior to the hearing currently scheduled for April 11, 2013, Applicant will amend this Application accordingly.

² This monthly statement includes invoices for services rendered May 15, 2012 through September 30, 2012. It has been adjusted to eliminate a duplicate expense charge in the amount of \$441.87 that appeared on Applicant’s May invoice (#10763440, page 8) and Applicant’s July invoice (#10775097, page 11). Applicant has eliminated the duplicate charge, and reduced the expenses requested on Invoice #10775097 from \$12,912.70 to \$12,470.85. Consequently, the May – September Statement contained in this fee application is \$441.87 less than the May – September Statement served on the Notice Parties. The amount paid on Applicant’s November statement (Invoice #10788585) was reduced by \$441.87 (from \$5,398.87 to \$4,957.00) to reconcile the overpayment.

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In re:)	Case No. 12-12020 (MG)
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RESIDENTIAL CAPITAL, LLC, <u>et al.</u> ,)	Chapter 11
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**FIRST INTERIM APPLICATION OF PEPPER HAMILTON LLP AS SPECIAL
FORECLOSURE REVIEW COUNSEL FOR BANKRUPTCY ISSUES FOR THE
DEBTORS FOR COMPENSATION AND REIMBURSEMENT OF EXPENSES
INCURRED FOR THE PERIOD MAY 15, 2012 THROUGH DECEMBER 31, 2012**

For its first interim application for compensation and reimbursement of expenses
(the “**Application**”) for the period May 15, 2012 through December 31, 2012 (the “**Application
Period**”), Pepper Hamilton LLP (“**Applicant**”), Special Foreclosure Review Counsel For

Bankruptcy Issues to Residential Capital, LLC., *et al.*, as debtors and debtors in possession (collectively, the “**Debtors**”), respectfully represents as follows:

JURISDICTION, VENUE AND STATUTORY PREDICATES

1. This Court has jurisdiction over this Application pursuant to 28 U.S.C. §§ 157 and 1334. This matter is a core proceeding within the meaning of 28 U.S.C. § 157(b)(2). Venue of this proceeding and this Application in this District is proper pursuant to 28 U.S.C. §§ 1408 and 1409.

2. The statutory bases for the relief requested herein are sections 330, 331, and 1103 of title 11 of the United States Code (the “**Bankruptcy Code**”), Rule 2016 of the Federal Rules of Bankruptcy Procedure (the “**Bankruptcy Rules**”), and Rule 2016-1 of the Local Rules for the United States Bankruptcy Court for the Southern District of New York (the “**Local Rules**”).

This Application has been prepared in accordance with General Order M-447, *Amended Guidelines for Fees and Disbursements for Professionals in Southern District of New York Bankruptcy Cases*, entered December 21, 2010 (the “**Local Guidelines**”), and the *United States Trustee Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed Under 11 U.S.C. § 330* effective January 30, 1996 (the “**UST Guidelines**” and, together with the Local Guidelines, the “**Guidelines**”). Pursuant to the Local Guidelines, a certification regarding compliance with the Local Guidelines is attached hereto as Exhibit A.

BACKGROUND

A. The Chapter 11 Cases

3. On May 14, 2012 (the “**Petition Date**”), each of the Debtors filed a voluntary petition in this Court for relief under Chapter 11 of the Bankruptcy Code. The Debtors are managing and operating their businesses as debtors in possession pursuant to Bankruptcy Code

sections 1107(a) and 1108. These cases are being jointly administered pursuant to Bankruptcy Rule 1015(b). No trustee has been appointed in these Chapter 11 cases.

4. On May 16, 2012, the United States Trustee for the Southern District of New York (the “**U.S. Trustee**”) appointed a nine member official committee of unsecured creditors (the “**Creditors’ Committee**”).

5. On June 20, 2012, the Court directed that an examiner be appointed, and on July 3, 2012, the Court approved Arthur J. Gonzalez as the examiner [Docket Nos. 454, 674].

B. Applicant’s Retention and Interim Compensation

6. On October 11, 2012, the Court entered the Interim Order Authorizing the Retention and Employment of Pepper Hamilton LLP as Special Foreclosure Review Counsel for Bankruptcy Issues to the Debtors Nunc Pro Tunc to the Petition Date [Docket No.1797], approving Applicant’s retention.

7. On July 17, 2012, the Court entered the *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals* (the “**Interim Compensation Order**”) [Docket No. 797]. Pursuant to the terms of the Interim Compensation Order, Applicant, among others, is authorized to file and submit monthly fee applications to the Debtors and their counsel, counsel for the Creditors’ Committee, counsel for Ally Financial Inc., counsel for Barclays Bank PLC, and the United States Trustee (collectively, the “**Notice Parties**”).

8. On October 23, 2012, Applicant served its first monthly invoice covering the period from May 15, 2012 through September 30, 2012 (the “**May – September Statement**”) on the Notice Parties. On December 4, 2012, Applicant served its second monthly fee application covering the period from October 1, 2012 through October 31, 2012 (the “**October Statement**”).

on the Notice Parties. On January 9, 2013, Applicant served its third monthly invoice covering the period from November 1, 2012 through November 30, 2012 (the “**November Statement**” on the Notice Parties. On January 30, 2013, Applicant served its fourth monthly invoice covering the period from December 1, 2012 through December 31, 2012 (the “**December Statement**” on the Notice Parties, and together with the May – November invoices, the “**Monthly Statements**”) on the Notice Parties. As of the date hereof, Applicant has not received any objection to the Monthly Statements.

9. Attached as Exhibit B is a schedule of the total amount of fees incurred by Applicant during the Application Period. In accordance with the terms of its employment, all services performed by Applicant have been in connection with the bankruptcy workstream (the “**Bankruptcy Workstream**”) under the Consent Order defined in, and all as more fully described in, Debtors’ Application for an Order Under Section 327(e) of the Bankruptcy Code, Bankruptcy Rule 2014(a) and Local Rule 2014 Authorizing the Debtors to Employ and Retain Pepper Hamilton LLP as Special Foreclosure Review Counsel for Bankruptcy Issues to the Debtors Nunc Pro Tunc to May 14, 2012 [Docket no. 1426].

10. The total payments received by Applicant as of the date hereof are equal to: (i) 80% of requested compensation and (ii) 100% of requested expenses on the May – December Statements. Specifically, to date, the Applicant has received payments totaling \$1,868,595.13, representing \$1,781,267.40 in fees and \$87,327.73 in expenses.

11. Applicant maintains computerized records of the time expended in the rendering of the professional services required by the Debtors. These records are maintained in the ordinary course of Applicant’s practice. For the convenience of this Court and all parties in interest, attached hereto as Exhibit C is a billing summary for the Application Period, setting

forth the name of each attorney and paraprofessional who rendered services during the Application Period, each attorney's year of bar admission and area of practice concentration, the aggregate time expended by each attorney and each paraprofessional, the hourly billing rate for each attorney and each paraprofessional at Applicant's current billing rates, and the individual amounts requested for each professional. The compensation requested by Applicant is based on the customary compensation charged by comparably skilled practitioners in other similar cases.

12. Applicant also maintains computerized records of all expenses incurred in connection with the performance of professional services. A summary of the amounts and categories of expenses for which reimbursement is sought is attached hereto as Exhibit D.

13. Copies of Applicant's computerized records of fees and expenses in the format specified by the Guidelines have been served on the Notice Parties with each of the Monthly Fee Statements and are attached hereto as Exhibit E. Except as otherwise noted on Exhibit E, all meal expenses were incurred during out-of-town travel. In addition, although the Court's guidelines permit non-working travel to be billed at 50%, Applicant has not sought any compensation for non-working travel.

14. There is no agreement or understanding between Applicant and any other person, other than partners of the firm, for the sharing of compensation to be received for services rendered in the Chapter 11 Cases.

15. The Monthly Fee Statements submitted by Applicant are subject to a 20% holdback (as is customary in this District) imposed by the Court on the allowance of fees. The aggregate amount of Applicant's holdback during the Application Period is \$445,316.85. Applicant respectfully requests, in connection with the relief requested herein, that the Court

allow this holdback amount on an interim basis pursuant to sections 330 and 331 of the Bankruptcy Code and authorize the Debtors to satisfy such amounts.

**DESCRIPTION OF SERVICES AND
EXPENSES AND RELIEF REQUESTED**

16. In accordance with the terms of its employment, Applicant has provided legal advice and assistance to the independent consultant with respect to the Bankruptcy Workstream.

17. All services provided by Applicant have been in connection with the Bankruptcy Workstream under the Consent Order, as more fully described in Debtors' Application for an Order Under Section 327(e) of the Bankruptcy Code, Bankruptcy Rule 2014(a) and Local Rule 2014 Authorizing the Debtors to Employ and Retain Pepper Hamilton LLP as Special Foreclosure Review Counsel for Bankruptcy Issues to the Debtors Nunc Pro Tunc to May 14, 2012 [Docket no. 1426], and therefore all services have been recorded under the task code P-270 – Regulatory Reviews.

18. The services performed included developing and refining the legal review process for bankruptcy law violations, working with PricewaterhouseCoopers, LLP to develop the loan review process for bankruptcy law violations and reviewing loan files to determine whether the Debtor's actions against borrowers or their property violated bankruptcy laws.

19. The time records attached hereto as Exhibit E present more completely the work performed by Applicant during the Application Period.

CONCLUSION

20. Applicant believes that the services rendered during the Application Period on behalf of the Debtors were reasonable and necessary within the meaning of Bankruptcy Code section 330. Further, the expenses requested were actual and necessary to the performance of Applicant's services.

21. Applicant therefore requests an order (i) approving interim compensation in the amount of \$2,226,584.25 and interim reimbursement of expenses in the amount of \$87,327.73,¹ (ii) directing payment of all compensation held back in connection with the Monthly Fee Statements, and (iii) granting such other and further relief as may be just and proper.

PEPPER HAMILTON LLP

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Dated: March 14, 2013

*Special Foreclosure Review Counsel For Bankruptcy
Issues to the Debtors and Debtors in Possession*

¹ The rates charged for such expenses are (i) equivalent to what Applicant normally bills to its non-bankruptcy clients and (ii) calculated to compensate Applicant for only the actual costs of the expenses.

EXHIBIT A

Hearing Date: April 11, 2013 at 10:00 a.m. (ET)
Objection Deadline: March 25, 2013 at 4:00 p.m. (ET)

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**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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In re:)	Case No. 12-12020 (MG)
)	
RESIDENTIAL CAPITAL, LLC, <u>et al.</u> ,)	Chapter 11
)	
Debtors.)	Jointly Administered
-----)	

**CERTIFICATION UNDER GUIDELINES FOR FEES AND
DISBURSEMENTS FOR PROFESSIONALS IN RESPECT OF
FIRST INTERIM APPLICATION OF PEPPER HAMILTON LLP AS SPECIAL
FORECLOSURE REVIEW COUNSEL FOR BANKRUPTCY ISSUES FOR THE
DEBTORS FOR COMPENSATION AND REIMBURSEMENT OF EXPENSES
INCURRED FOR THE PERIOD MAY 15, 2012 THROUGH DECEMBER 31, 2012**

I, Deborah Kovsky-Apap, hereby certify that:

1. I am a partner with the applicant firm, Pepper Hamilton LLP (the “**Firm**”), which serves as Special Foreclosure Review Counsel for Bankruptcy Issues to Residential Capital, LLC., et al., as debtors and debtors in possession (collectively, the “**Debtors**”).

2. This certification is made in respect of the Firm's compliance with the *Amended Guidelines for Fees and Disbursements for Professionals in Southern District of New York Bankruptcy Cases*, Administrative Order M-447, adopted by the Court on January 29, 2013 (the "**Local Guidelines**"), the *United States Trustee Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed Under 11 U.S.C. § 330*, adopted on January 30, 1996 (the "**UST Guidelines**") and the *Order to Establish Procedures for Interim Monthly Compensation and Reimbursement of Expenses of Professionals* (the "**Interim Compensation Order**") [Docket No. 172], and collectively with the Local Guidelines and UST Guidelines, the "**Guidelines**"), in connection with the Firm's application, dated March 15, 2013 (the "**Application**"), for interim compensation and reimbursement of expenses for the period commencing May 15, 2012 through and including December 31, 2012, in accordance with the Guidelines.

3. In respect of Section B.1 of the Local Guidelines, I certify that:

- (a) I have read the Application;
- (b) to the best of my knowledge, information, and belief formed after reasonable inquiry, the fees and expenses sought fall within the Guidelines;
- (c) the fees and disbursements sought are billed at rates and in accordance with practices customarily employed by the Firm and generally accepted by the Firm's clients; and
- (d) in providing the reimbursable services reflected in the Application, the Firm did not make a profit on those services, whether performed by the Firm in-house or through a third party.

4. I certify that all airfare for which reimbursement is sought was coach class.⁴

⁴ Any upgrades from coach class were complimentary or were paid for by the person traveling and have not been billed to the Debtors.

5. In respect of Section B.2 of the Local Guidelines and as required by the Interim Compensation Order, I certify that the Firm provided the United States Trustee for the Southern District of New York and the Debtors and their attorneys with a statement of the Firm's fees and expenses accrued during the previous months.

6. In respect of Section B.3 of the Local Guidelines, I certify that each of the Debtors, their attorneys, and the United States Trustee for the Southern District of New York is being provided with a copy of the Application.

/s/ Deborah Kovsky-Apap

Deborah Kovsky-Apap
PEPPER HAMILTON LLP
4000 Town Center, Suite 1800
Southfield, MI 48075
Telephone 248.359.7331
Facsimile 248.359.7700
(kovskyd@pepperlaw.com)

Dated: March 14, 2013

*Special Foreclosure Review Counsel For
Bankruptcy Issues to the Debtors and
Debtors in Possession*

EXHIBIT B

**SUMMARY OF PROFESSIONAL SERVICES RENDERED BY PROJECT CATEGORY
BY PEPPER HAMILTON LLP ON BEHALF OF THE DEBTORS FOR THE PERIOD
MAY 15, 2012 THROUGH DECEMBER 31, 2012**

Compensation by Matter

Task Code	Matter Description	Total Billed Hours	Total Compensation
P270	Regulatory Reviews	4,737.90	\$2,226,584.25
Total Fees Incurred		4,737.90	\$2,226,584.25

EXHIBIT C

SUMMARY OF PROFESSIONAL SERVICES RENDERED BY PEPPER HAMILTON LLP May 15, 2012 through December 31, 2012				
Name of Professional	Department and Licensure	Total Hours Billed	Hourly Billing Rate	Total Compensation
<u>Partners/Of Counsel</u>				
Apfel, Gary	Financial Services 1976	801.70	\$850.00	\$681,445.00
Braun, Kelly B.	Financial Services 1995	132.20	\$450.00	\$59,490.00
Detweiler, Donald	Corporate Restructuring and Bankruptcy 1992	19.80	\$610.00	\$12,078.00
Friedman, Joel M.	White Collar Litigation and Investigations 1968	77.20	\$800.00	\$61,760.00
Hertzberg, Robert S.	Corporate Restructuring and Bankruptcy 1979	6.10	\$750.00	\$4,575.00
Kovsky-Apap, Deborah	Corporate Restructuring and Bankruptcy 2003	853.60	\$500.00	\$426,800.00
Kress, Kay S.	Corporate Restructuring and Bankruptcy 1986	31.90	\$475.00	\$15,152.50
Mayer, Frank A.	Financial Services 1977	45.55	\$690.00	\$31,429.50
Murphy, David	Commercial Litigation 1973	14.10	\$535.00	\$7,543.50
Murray, Daniel G.	Financial Services 1993	30.00	\$525.00	\$15,750.00
Reed, Michael	Corporate Restructuring and Bankruptcy 1972	28.70	\$675.00	\$19,372.50
Wagner, William R.	Financial Services 1992	133.75	\$770.00	\$102,987.50
Poltrack, Leigh A.	Financial Services 1996	61.80	\$365.00	\$22,557.00
Scotti, Benjamin F.	White Collar Litigation and Investigations 2004	10.50	\$470.00	\$4,935.00
Vanderpool, Lee	Financial Services 2001	60.75	\$530.00	\$32,197.50
VandeWyngearde, James	Commercial Litigation 1998	192.50	\$385.00	\$74,112.50
Wisotsky, Andrea	Commercial Litigation 1998	13.95	\$595.00	\$8,300.25
<u>Associates</u>				
Casey, Linda J.	Corporate Restructuring and Bankruptcy 1996	138.50	\$470.00	\$65,095.00
Coccia, Erik L.	Corporate Restructuring and Bankruptcy 2010	172.20	\$245.00	\$42,189.00
deVries, Andrea M.	Commercial Litigation 2007	274.80	\$380.00	\$104,424.00
DiValentino, Catherine A.	Financial Services 2010	54.60	\$315.00	\$17,199.00
Harris, Alexander L.	Commercial Litigation 2011	218.30	\$245.00	\$53,483.50
Holtzman, Chad B.	Commercial Litigation 2009	325.10	\$315.00	\$102,406.50
Mavraganis, Andrew	Financial Services 2011	133.50	\$245.00	\$32,707.50
Rhee, Alice J.P.	Commercial Litigation 2011	141.90	\$315.00	\$44,698.50
Smarr, Nefertiri R.	Commercial Litigation 2009	97.50	\$315.00	\$30,712.50
Taj, Noor	Commercial Litigation 2010	9.40	\$245.00	\$2,303.00
Tooley, Ryan R.	Financial Services 2010	128.20	\$225.00	\$28,845.00
Tooley, Ryan R.	Financial Services 2010	66.25	\$245.00	\$16,231.25
Welwarth, Lesley S.	Corporate Restructuring and Bankruptcy 2011	334.65	\$235.00	\$78,642.75

Name of Professional	Department and Licensure	Total Hours Billed	Hourly Billing Rate	Total Compensation
<u>Paralegals/</u> <u>Paraprofessionals</u>				
Alexsy, Mary-Ellen	Paralegal	98.70	\$210.00	\$20,727.00
Henry, Susan	Paralegal	27.20	\$220.00	\$5,984.00
Hudson, Rebecca S.	Paralegal	2.00	\$175.00	\$350.00
Sosnowsky, J. Williford	Librarian	1.00	\$100.00	\$100.00
Total Professional Hours and Fees		4,737.90		\$2,226,584.25
Total Hourly Blended Rate (excluding Paralegals/Paraprofessionals)				\$483.09

EXHIBIT D

**EXPENSE SUMMARY
MAY 15, 2012 – DECEMBER 31, 2012**

Description	Amount
Meals	\$ 5,098.05
PACER, Docket Search, Reference Service	1,594.30
Messenger Service (FedEx)	274.74
Conference Calls	2,021.05
Travel Expenses:	
- Airfare (coach class)	43,626.22
- Car Rental and Gas	3,346.09
- Internet (Airline and Hotel)	205.65
- Hotel	23,980.78
- Mileage	625.05
- Parking	1,866.00
- Taxi	4,652.87
- Tolls	36.93
TOTAL	\$ 87,327.73

EXHIBIT E

Pepper Hamilton LLP
Attorneys at Law

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October 23, 2012

VIA FEDERAL EXPRESS

Morrison & Foerster LLP
1290 Avenue of the Americas
New York, NY 10104
Attn: Darren M. Nashelsky, Gary S. Lee and
Lorenzo Marinuzzi

Office of the United States Trustee
for the Southern District of New York
33 Whitehall Street, 21st Floor
New York, NY 10004
Attn: Tracy Hope Davis, Linda A. Riffkin,
and Brian S. Masumoto

Kramer Levin Naftalis & Frankel LLP
1177 Avenue of the Americas
New York, NY 10036
Attn: Kenneth H. Eckstein and
Douglas H. Mannal

Kirkland & Ellis
601 Lexington Avenue
New York, NY 10022
Attn: Richard M. Cieri and Ray C. Schrock

Skadden, Arps, Slate, Meagher & Flom LLP
4 Times Square
New York, New York 10036
Attn: Kenneth S. Ziman and
Jonathan H. Hofer

Re: ***In re Residential Capital, LLC, et al.***
Case No. 12-12020

Dear Counsel:

Pursuant to the Court's July 17, 2012 *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals* (the "Order"), enclosed please find Pepper Hamilton LLP's monthly fee statements for the period May 15, 2012 through September 30, 2012 (the "Statements"), which were served on the parties listed in paragraph (a) of the Order, on October 23, 2012.

Pepper Hamilton LLP
Attorneys at Law

October 23, 2012

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In the absence of a timely objection, the Debtors shall pay \$888,743.13, consisting of the sum of (a) \$824,632.20, an amount equal to 80% of the fees ($\$824,632.20 = \$1,030,790.25 \times 0.80$) and (b) 100% of the expenses (\$64,110.93) being requested in the Statements.

Objections to the Statement are due by November 12, 2012.

Sincerely,

PEPPER HAMILTON LLP

A handwritten signature in cursive script that reads "Gary Apfel / mea".

Gary Apfel
Attorney at Law

MEA
Enc.



Suite 1670
Wells Fargo Tower
333 South Grand Avenue
Los Angeles, CA 90071
213.293.3160

Invoice Number: 10763440
Client/Matter Number: 139697.00002
October 15, 2012

Tammy Hamzehpour, General Counsel
GMAC Mortgage LLC
1100 Virginia Drive
Fort Washington, PA 19034

William B. Solomon, Jr., General Counsel
Ally Financial, Inc.
P.O. Box 200
200 Renaissance Center
Detroit, MI 48265-2000

Requesting Attorney: Gary Apfel

Federal Identification No. 23-1433012

FOR PROFESSIONAL SERVICES RENDERED from May 15, 2012 through May 31, 2012 as follows:

RE: Foreclosure Look Back Review

Date	Name	Services	Time
5/15/12	G. Apfel	Work on legal review process with L. Casey and D. Kovsky-Apap.	1.00
5/15/12	G. Apfel	Work with PwC on stay and fee questions.	7.40
5/15/12	R. Hertzberg	Telephone call with G. Apfel re background on issue.	0.80
5/15/12	L.J. Casey	Work on legal review process with G. Apfel and D. Kovsky-Apap.	1.00
5/15/12	L.J. Casey	Work with PwC on Stay fee questions.	7.40
5/15/12	D. Kovsky-Apap	Perform legal research re fee issues.	0.80
5/15/12	D. Kovsky-Apap	Work on legal review process with L. Casey and G. Apfel.	1.00
5/15/12	D. Kovsky-Apap	Work with PwC on fee and stay questions.	7.40
5/16/12	G. Apfel	Work with PwC on stay and fee questions.	10.20
5/16/12	M. Reed	Call with G. Apfel Chapter 13 issue.	0.30
5/16/12	L.J. Casey	Meet with PwC re stay and fee questions.	10.20
5/16/12	D. Kovsky-Apap	Work with PwC on fee and stay questions.	10.20
5/16/12	S. Henry	Prepare e-mail to M. Reed re In re Jones decision concerning adjustable rate mortgage.	0.10
5/16/12	S. Henry	Research re Jones decision concerning adjustable rate mortgage.	0.20

GMAC Mortgage LLC

Ally Financial, Inc.

Client/Matter Number: 139697.00002

October 15, 2012

Invoice: 10763440

Page 2

Date	Name	Services	Time
5/17/12	G. Apfel	Work with PwC on stay questions.	5.50
5/17/12	G. Apfel	Research on automatic stay.	1.90
5/17/12	M. Reed	Research and analysis re Chapter 13 issue.	3.00
5/17/12	L.J. Casey	Work with PwC on stay questions.	5.50
5/17/12	L.J. Casey	Work on legal research action items issues.	0.80
5/17/12	D. Kovsky-Apap	Work with PwC on stay issues.	5.50
5/17/12	D. Kovsky-Apap	Receive question and follow up with G. Apfel and PwC re stay issue.	0.30
5/17/12	S. Henry	Research re selected misapplied mortgage payment cases.	0.60
5/17/12	S. Henry	Discussion with M. Reed re misapplied mortgage payment cases.	0.10
5/18/12	G. Apfel	Work on legal review action items with D. Kovsky and L. Casey.	0.70
5/18/12	M. Reed	Analysis re Chapter 13 issue.	1.00
5/18/12	L.J. Casey	Work on legal review action items issues with D. Kovsky-Apap and G. Apfel.	0.70
5/18/12	L.J. Casey	Follow-up work on legal review action items.	0.50
5/18/12	D. Kovsky-Apap	Work on legal review action item issues with L. Casey and G. Apfel.	0.70
5/18/12	D. Kovsky-Apap	Correspondence with PwC re additional information request.	0.10
5/18/12	N. Taj	Conference call with D. Kovsky-Apap re Ally financial review.	0.50
5/18/12	S. Henry	Further research re misapplied mortgage payment cases.	3.90
5/18/12	S. Henry	Communications with M. Reed re research on misapplied mortgage case.	0.50
5/19/12	M. Reed	Analysis and review of cases re Chapter 13 issue.	12.00
5/19/12	N. Taj	Research re mortgage statement sent to Chapter 7 debtors.	0.40
5/19/12	S. Henry	Continued research re misapplied mortgage payment cases.	3.00
5/19/12	S. Henry	Prepare e-mail to M. Reed re further research concerning misapplied mortgage payment cases.	0.10
5/20/12	M. Reed	Drafting memo re Chapter 13 issue.	6.80
5/20/12	D. Kovsky-Apap	Discuss legal issue re stay violation with M. Reed.	0.20
5/21/12	G. Apfel	Work on excluded items memorandum and legal action items issues.	1.10

GMAC Mortgage LLC

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Date	Name	Services	Time
5/21/12	G. Apfel	Work on bankruptcy standing legal analysis and review related cases.	2.60
5/21/12	G. Apfel	Work on Hamp and bankruptcy issue.	0.60
5/21/12	G. Apfel	Work on legal review process.	3.50
5/21/12	M. Reed	Further analysis re Chapter 13 issue.	5.60
5/21/12	L.J. Casey	Work on stay and fee issues.	1.30
5/21/12	L.J. Casey	Legal research re stay violations in Chapter 7.	1.10
5/21/12	D. Kovsky-Apap	Review memorandum re stay issue.	0.40
5/21/12	D. Kovsky-Apap	Confer with E. Dickey re legal research issues.	0.40
5/21/12	D. Kovsky-Apap	Perform legal research re stay question.	0.50
5/21/12	N. Taj	Research re bankruptcy notice in mortgage statement sent to debtors.	6.30
5/22/12	G. Apfel	Work with PwC on stay and fee issues.	9.90
5/22/12	L.J. Casey	Work with PwC on stay and fee issues.	9.90
5/22/12	D. Kovsky-Apap	Work with PwC re stay and fee issues.	5.20
5/22/12	D. Kovsky-Apap	Analyze scope issues.	1.10
5/22/12	D. Kovsky-Apap	Perform legal research and analysis re standing, stay and cure amount issues.	3.30
5/22/12	N. Taj	Draft memo re bankruptcy notice in mortgage statements sent to debtor.	2.20
5/22/12	S. Henry	Assemble Chapter 13 research materials for review by G. Apfel, R. Hertzberg and D. Kovsky-Apap.	0.80
5/22/12	S. Henry	Communications with M. Reed re Chapter 13 research materials.	0.20
5/23/12	G. Apfel	Work on stay checklist and fee checklist.	3.40
5/23/12	G. Apfel	Research on ARM interest changes.	1.40
5/23/12	L.J. Casey	Work on fee issues with D. Kovsky-Apap.	3.10
5/23/12	L.J. Casey	Work with PwC and with D. Kovsky-Apap re fee and stay issues.	5.50
5/23/12	L.J. Casey	Work on fees checklist.	1.40
5/23/12	D. Kovsky-Apap	Work on fee issues with L. Casey and G. Apfel.	3.10
5/23/12	D. Kovsky-Apap	Work with PwC and L. Casey re fee and stay issues.	5.50
5/24/12	G. Apfel	Work on fee and stay issues with PwC.	5.50
5/24/12	G. Apfel	Work on legal review process.	1.80
5/24/12	L.J. Casey	Work on fees checklist.	2.50
5/24/12	L.J. Casey	Work on stay issues with PwC.	5.40
5/24/12	L.J. Casey	Work on stay and standing issues with N. Militi of PwC.	2.10
5/24/12	D. Kovsky-Apap	Work with PwC re fee, stay and standing issues.	5.30

GMAC Mortgage LLC

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Date	Name	Services	Time
5/24/12	M. Alexsy	Work on Pepper Hamilton LLP retention application.	2.80
5/24/12	R.S. Hudson	Review results for Pepper retention.	2.00
5/25/12	G. Apfel	Review cases relating to ARM adjustment for pre-petition principal.	1.20
5/25/12	G. Apfel	Work on PwC review process for fees and stay.	2.30
5/25/12	L.J. Casey	Work on fees issues.	1.60
5/25/12	A.L. Harris	Work on legal review processes with D. Kovsky-Apap and N. Smarr.	0.30
5/25/12	D. Kovsky-Apap	Discussion with A. Rhee re legal research issues.	0.40
5/25/12	D. Kovsky-Apap	Office conference with M.E. Alexsy re preparation for retention application.	0.20
5/25/12	A.J.P.R. Rhee	Confer with D. Kovsky re legal research questions.	0.40
5/25/12	M. Alexsy	Work on Pepper Hamilton LLP retention application.	3.00
5/25/12	S. Henry	Analysis of potential relationships between creditors and clients for possible disclosure.	3.00
5/25/12	S. Henry	Supplement chart of results of analysis of potential relationships between creditors and clients.	0.60
5/28/12	M. Alexsy	Work on Pepper Hamilton LLP retention application.	1.20
5/29/12	G. Apfel	Research on post-petition adjustment of pre-petition interest.	1.60
5/29/12	G. Apfel	Research on misapplication of pre-petition fees and expenses.	1.80
5/29/12	G. Apfel	Work on PwC stay violation process.	0.70
5/29/12	G. Apfel	Research post-sale pre-emption rights stay violation.	1.10
5/29/12	G. Apfel	Research on pay off statement stay violation.	1.30
5/29/12	G. Apfel	Research on monthly statement stay violation.	1.40
5/29/12	R. Hertzberg	Review memo of M. Reed on treatment of arrearage.	0.40
5/29/12	L.J. Casey	Work on stay issues.	1.60
5/29/12	L.J. Casey	Work on stay review issues with PwC and D. Kovsky-Apap.	6.30
5/29/12	D. Kovsky-Apap	Work with L. Casey and PwC on stay issues.	6.20
5/29/12	A.J.P.R. Rhee	Conduct legal research regarding creditor actions which violate the automatic stay.	3.20
5/29/12	M. Alexsy	Work on Pepper Hamilton LLP retention application.	4.20
5/29/12	S. Henry	Further analysis of potential relationships between clients and interested parties for potential disclosure.	1.90

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Date	Name	Services	Time
5/29/12	S. Henry	Communications with M. Alexsy re analysis of potential relationships between clients and interested parties for potential disclosure.	0.30
5/30/12	G. Apfel	Work with PwC re stay and fee testing processes.	8.90
5/30/12	G. Apfel	Telephone conference with D. Clarke re Ally fee and stay testing process.	0.30
5/30/12	R. Hertzberg	Telephone call with G. Apfel re discussion of memo.	0.20
5/30/12	L.J. Casey	Work with PwC on fees and stay process issues.	8.10
5/30/12	L.J. Casey	Work on creating legal checklist for procedural and substantive review.	1.90
5/30/12	D. Kovsky-Apap	Work with PwC teams re stay and fee review processes.	8.90
5/30/12	M. Alexsy	Work on Pepper Hamilton LLP retention application.	4.50
5/30/12	S. Henry	Further analysis of potential relationships between clients and interested parties for potential disclosure.	0.90
5/30/12	S. Henry	Prepare e-mail to M. Alexsy re analysis of potential relationships between clients and interested parties for potential disclosure.	0.10
5/31/12	G. Apfel	Work with PwC team on fee process; legal review questions.	2.20
5/31/12	G. Apfel	Meeting with Ally, PwC and Hudson Cook re bankruptcy testing process.	2.00
5/31/12	G. Apfel	Work on action items list.	1.60
5/31/12	G. Apfel	Research on post-petition payments for pre-petition obligations.	3.90
5/31/12	L.J. Casey	Work with PwC on fee process legal review questions.	2.20
5/31/12	L.J. Casey	Work with G. Apfel on Action items list.	0.80
5/31/12	L.J. Casey	Work on fee process legal checklist/process.	2.40
5/31/12	L.J. Casey	Work on creating fee process legal review questions.	1.10
5/31/12	L.J. Casey	Work on stay process legal review questions.	1.10
5/31/12	L.J. Casey	Revise and update action items list.	0.30
5/31/12	D. Kovsky-Apap	Review legal memoranda and work on legal process issues.	1.10
5/31/12	D. Kovsky-Apap	Review process documents from PwC.	0.30
5/31/12	A.J.P.R. Rhee	Conduct legal research re creditor actions which violate automatic stay; draft summary of findings for D. Kovsky.	1.80
5/31/12	M. Alexsy	Work on Pepper Hamilton LLP retention application.	4.30

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TOTAL CHARGEABLE HOURS 324.20

TOTAL FEES \$180,792.00

Meals

<u>Date</u>	<u>Code</u>	<u>Description</u>	<u>Units</u>	<u>Cost</u>	<u>Value</u>
05/22/12	CON1	Meals - GARY APFEL - TRAVEL TO PHILADELPHIA (5/16/12 CORNER BISTRO, PHILA)	1	8.88	8.88
05/22/12	CON1	Meals - DEBORAH KOVSKY-APAP - (5/16 - THE COVENTRY DELI, PHILA.) - (PwC)	1	4.89	4.89
05/22/12	CON1	Meals - DEBORAH KOVSKY-APAP - (5/15 - STARBUCKS, PHILA.) - (PwC)	1	5.87	5.87
05/22/12	CON1	Meals - DEBORAH KOVSKY-APAP - (5/16 - SNACK, PHILA) - (PwC)	1	3.25	3.25
05/22/12	CON1	Meals - DEBORAH KOVSKY-APAP - (5/16 - STARBUCKS, PHILA.) - PwC)	1	5.45	5.45
05/22/12	CON1	Meals - GARY APFEL - TRAVEL TO PHILA (5/17/12 CORNER BISTRO, PHILA)	1	12.24	12.24
05/22/12	CON1	Meals - DEBORAH KOVSKY-APAP - (5/17 - STARBUCKS, PHILA.) - (PwC)	1	11.51	11.51
05/22/12	CON1	Meals - GARY APFEL - TRAVEL TO PHILADELPHIA (5/15/12 THE COVENTRY DELI, PHILA)	1	8.94	8.94
05/22/12	CON1	Meals - GARY APFEL - TRAVEL TO PHILADELPHIA (5/16/12 FUJI MOUNTAIN JAPANESE RESTAURANT, PHILA)	1	75.03	75.03
05/29/12	CON1	Meals - GARY APFEL - 5/21-24/12 (5/24 CORNER BISTRO)	1	10.65	10.65

GMAC Mortgage LLC

Ally Financial, Inc.

Client/Matter Number: 139697.00002

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<u>Date</u>	<u>Code</u>	<u>Description</u>	<u>Units</u>	<u>Cost</u>	<u>Value</u>
05/29/12	CON1	Meals - GARY APFEL - 5/21-24/12 (\$10.58 CORNER BISTRO, PHILA)	1	10.58	10.58
05/29/12	CON1	Meals - GARY APFEL - 5/21-24/12 (5/21-\$75.62 FUJI MOUNTAIN RESTAURANT, PHILA)	1	75.62	75.62
05/29/12	CON1	Meals - GARY APFEL - 5/21-28/12 (5/22-\$64.30 FUJI MOUNTAIN, PHILA)	1	64.30	64.30
05/29/12	CON1	Meals - GARY APFEL - 5/21-24/12 (PHILA \$7.98)	1	7.98	7.98
05/31/12	CON1	Meals - PEPPER HAMILTON LLP LUNCH: G. APFEL, D. KOVSKY	1	30.50	30.50
SubTotal For: Meals					\$335.69

Travel Expense

<u>Date</u>	<u>Code</u>	<u>Description</u>	<u>Units</u>	<u>Cost</u>	<u>Value</u>
05/22/12	TRV1	Travel Expense - DEBORAH KOVSKY-APAP - (5/17/12 AIRPORT PARKING - DETROIT METRO AIRPORT) - (PwC)	1	80.00	80.00
05/22/12	TRV1	Travel Expense - DEBORAH KOVSKY-APAP - (5/17/12 ROUNDTRIP MILEAGE TO DETROIT METRO AIRPORT) - (PwC)	1	26.48	26.48
05/22/12	TRV1	Travel Expense - GARY APFEL - (5/17/12 UNITED TAXI, TRAVEL FROM LAX TO HOME)	1	57.00	57.00
05/22/12	TRV1	Travel Expense - DEBORAH KOVSKY-APAP - (5/15 - HERTZ CAR RENTAL, PHILA INT'L AIRPORT) - (PwC)	1	144.63	144.63
05/22/12	TRV1	Travel Expense - DEBORAH KOVSKY-APAP - (5/16 - HERTZ CAR RENTAL, PHILA INT'L AIRPORT) - (PwC)	1	144.63	144.63
05/22/12	TRV1	Travel Expense - DEBORAH KOVSKY-APAP - (5/15 LAZ PARKING, PHILA.)	1	11.00	11.00

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05/22/12	TRV1	Travel Expense - DEBORAH KOVSKY- APAP - (5/15 LAZ PARKING, PHILA.) - (PwC)	1	27.00	27.00
05/22/12	TRV1	Travel Expense - DEBORAH KOVSKY- APAP - (5/15 FREEDOM TAXI, PHILA.) - (PwC)	1	8.56	8.56
05/22/12	TRV1	Travel Expense - DEBORAH KOVSKY- APAP - (5/17 LATHAM HOTEL PARKING) - (PwC)	1	34.00	34.00
05/22/12	TRV1	Travel Expense - DEBORAH KOVSKY- APAP - (5/17 PARKING LATHAM HOTEL PHILA) - (PwC)	1	2.00	2.00
05/22/12	TRV1	Travel Expense - DEBORAH KOVSKY- APAP - (5/17 PARKING LATHAM HOTEL PHILA) - (PwC)	1	2.00	2.00
05/22/12	TRV1	Travel Expense - DEBORAH KOVSKY- APAP - (5/17 - HERTZ CAR RENTAL, PHILA INT'L AIRPORT) - (PwC)	1	144.64	144.64
05/22/12	TRV1	Travel Expense - DEBORAH KOVSKY- APAP - (5/16 COMMERCE SQ GARAGE PARKING, PHILA) - (PwC)	1	27.00	27.00
05/29/12	TRV1	Travel Expense - GARY APFEL - CABS 5/21-24/12 (5/21 \$56.00 UNITED TAXI - HOME TO LAX)	1	56.00	56.00
05/29/12	TRV1	Travel Expense - GARY APFEL - CABS 5/21-24/12 (5/24 \$54.00 INDEPENDENT TAXI OF BEVERLY HILLS - LAX TO HOME)	1	54.00	54.00
05/29/12	TRV1	Travel Expense - GARY APFEL - CABS 5/21-24/12 (\$35.70 CRESCENT CAB - PHILA AIRPORT TO HOTEL)	1	35.70	35.70
07/03/12	TRV1	Travel Expense - G. APFEL - 5/15-5/16/12 FOUR SEASONS HOTEL PHILA	1	441.87	441.87
SubTotal For: Travel Expense					\$1,296.51

TOTAL EXPENSES..... \$1,632.20

TOTAL AMOUNT DUE..... \$182,424.20

GMAC Mortgage LLC

Ally Financial, Inc.

Client/Matter Number: 139697.00002

October 15, 2012

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The following is a summary of the time dedicated and the fees charged to this matter by the Firm's professional staff:

		Hours	Rate	Fee
G. Apfel	Partner	86.80	850.00	73,780.00
R. Hertzberg	Partner	1.40	750.00	1,050.00
M. Reed	Partner	28.70	675.00	19,372.50
L.J. Casey	Contract Atty	85.80	470.00	40,326.00
A.L. Harris	Associate	0.30	245.00	73.50
D. Kovsky-Apap	Associate	68.10	500.00	34,050.00
A.J.P.R. Rhee	Associate	5.40	315.00	1,701.00
N. Taj	Associate	9.40	245.00	2,303.00
M. Alexsy	Paralegal	20.00	210.00	4,200.00
S. Henry	Paralegal	16.30	220.00	3,586.00
R.S. Hudson	Paralegal	2.00	175.00	350.00
Total		<u>324.20</u>		<u>\$180,792.00</u>



Suite 1670
Wells Fargo Tower
333 South Grand Avenue
Los Angeles, CA 90071
213.943.3160

REMITTANCE PAGE

Invoice Number: 10763440
October 15, 2012
Matter Number: 139697.00002

Tammy Hamzehpour, General Counsel
GMAC Mortgage LLC
1100 Virginia Drive
Fort Washington, PA 19034

William B. Solomon, Jr., General Counsel
Ally Financial, Inc.
P.O. Box 200
200 Renaissance Center
Detroit, MI 48265-2000

RE: Foreclosure Look Back Review

FOR PROFESSIONAL SERVICES RENDERED from May 15, 2012 through May 31, 2012

Total Fees	\$180,792.00
Total Expenses and Services	\$1,632.20
Total Amount Due	\$182,424.20

PLEASE RETURN WITH REMITTANCE

To Wire Payment Wells Fargo Bank, Philadelphia, PA **ABA#** 121000248; **Acct#**: 2 0000 492 01 046
Swift# WFBUS6S

PLEASE REFERENCE INVOICE NUMBER



Suite 1670
Wells Fargo Tower
333 South Grand Avenue
Los Angeles, CA 90071
213.293.3160

Invoice Number: 10766699
Client/Matter Number: 139697.00002
October 15, 2012

Tammy Hamzehpour, General Counsel
GMAC Mortgage LLC
1100 Virginia Drive
Fort Washington, PA 19034

William B. Solomon, Jr., General Counsel
Ally Financial, Inc.
P.O. Box 200
200 Renaissance Center
Detroit, MI 48265-2000

Requesting Attorney: Gary Apfel

Federal Identification No. 23-1433012

FOR PROFESSIONAL SERVICES RENDERED from June 1, 2012 through June 30, 2012 as follows:

RE: Foreclosure Look Back Review

Date	Name	Services	Time
6/1/12	G. Apfel	Work on post-sale bankruptcy stay violations issues.	1.60
6/1/12	G. Apfel	Review Ally bankruptcy process.	3.10
6/1/12	G. Apfel	Research on automatic stay in Chapter 13.	1.40
6/1/12	R. Hertzberg	Emails with G. Apfel re retention issue and telephone call with G. Apfel re same.	0.50
6/1/12	L.J. Casey	Work on initial procedural checklist.	3.40
6/1/12	A.L. Harris	Work on and discuss legal processes for foreclosure look back review with D. Kovsky-Apap and N. Smarr.	0.90
6/1/12	D. Kovsky-Apap	Review documents re legal review process.	0.40
6/1/12	D. Kovsky-Apap	Work with A. Harris and N. Smarr on legal process issues.	0.90
6/1/12	D. Kovsky-Apap	Review memoranda re stay issues and legal process.	0.80
6/1/12	A.J.P.R. Rhee	Conduct legal research re the automatic stay and loan modification actions.	1.50
6/1/12	A.J.P.R. Rhee	Revise memorandum re actions which violate the automatic stay.	0.30
6/1/12	N.R. Smarr	Work on legal review process with A. Harris and D. Kovsky.	0.90

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Date	Name	Services	Time
6/1/12	N.R. Smarr	Review documents re legal review process.	0.50
6/1/12	M. Alexsy	Work on Pepper Hamilton LLP retention application.	5.50
6/1/12	S. Henry	Work on retention application.	2.00
6/1/12	S. Henry	Discussion with M. Alexsy re preparation of retention application.	0.10
6/3/12	G. Apfel	Work on excluded items list.	0.40
6/3/12	G. Apfel	Work on action items list.	1.30
6/3/12	G. Apfel	Review minutes of May 16 and May 31 meetings with PwC.	0.70
6/3/12	G. Apfel	Work on PwC bankruptcy fee limitation questions.	0.60
6/3/12	G. Apfel	Research on applicability of automatic stay in Chapter 13.	2.70
6/3/12	G. Apfel	Work on legal review questions.	0.40
6/4/12	G. Apfel	Work with PwC stay team reviewing loan files and refining review process.	8.30
6/4/12	G. Apfel	Discussion with GMAC and PwC on GMAC's ARM adjustments policy for delinquent loans.	0.30
6/4/12	L.J. Casey	Work with PwC stay team, reviewing loan files and refining review process.	8.30
6/4/12	L.J. Casey	Discussion with GMAC and PwC on GMACM's ARM Adjustments policy for delinquent loans.	0.30
6/4/12	D. Kovsky-Apap	Discussion with GMAC and PwC on GMACM's ARM Adjustments policy for delinquent loans.	0.30
6/4/12	D. Kovsky-Apap	Work with PwC stay team, reviewing loan files and refining review process.	7.80
6/4/12	M. Alexsy	Work on Pepper Hamilton LLP retention application.	1.50
6/4/12	S. Henry	Further work on preparation of retention application.	4.00
6/5/12	G. Apfel	Work with PwC to review and analyze loan files.	9.60
6/5/12	L.J. Casey	Work with PwC to review and analyze loan files.	8.90
6/5/12	L.J. Casey	Legal research re redemption of real property in bankruptcy.	1.10
6/5/12	A.L. Harris	Work with PwC to review and analyze loan files.	9.30
6/5/12	A.L. Harris	Discussion with D. Kovsky-Apap re stay issues.	0.40
6/5/12	D. Kovsky-Apap	Work with PwC to review and analyze loan files.	9.30
6/5/12	D. Kovsky-Apap	Discussion with A. Harris re stay issues.	0.40
6/6/12	G. Apfel	Work on legal review process with D. Kovsky.	0.60
6/6/12	G. Apfel	Work with PwC to review loan files.	4.20
6/6/12	G. Apfel	Meeting with PwC on observations processing.	1.00

GMAC Mortgage LLC

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Date	Name	Services	Time
6/6/12	G. Apfel	Review cases regarding applicability of automatic stay in Chapter 13 cases.	3.10
6/6/12	L.J. Casey	Work with PwC analyzing loan files.	7.30
6/6/12	L.J. Casey	Legal research re violations of the automatic stay and reaffirmation agreements.	1.50
6/6/12	D. Kovsky-Apap	Work on legal processes with G. Apfel.	0.60
6/6/12	D. Kovsky-Apap	Work with PwC to review loan files.	5.20
6/6/12	D. Kovsky-Apap	Perform legal research re stay issues.	2.90
6/6/12	D. Kovsky-Apap	Revise legal memoranda re stay issues.	0.90
6/6/12	A.J.P.R. Rhee	Conduct legal research re the intersection of HAMP and the automatic stay.	2.30
6/6/12	N.R. Smarr	Analyze loan documents re bankruptcy stay applicability in connection with PwC review of loan files.	5.80
6/7/12	G. Apfel	Work on loan file review process.	2.40
6/7/12	G. Apfel	Work on agenda for Thursday meeting.	0.20
6/7/12	G. Apfel	Analyze Fiserve transaction code list for safe codes.	2.90
6/7/12	L.J. Casey	Work with PwC analyzing loan files.	6.50
6/8/12	G. Apfel	Work on legal review process.	1.30
6/8/12	G. Apfel	Work on post-sale stay issues.	1.40
6/8/12	G. Apfel	Research regarding post-sale redemption issues.	1.20
6/8/12	G. Apfel	Research regarding automatic stay in Chapter 7 case.	2.10
6/8/12	M. Alexsy	Work on Pepper Hamilton LLP retention application.	3.50
6/10/12	G. Apfel	Telephone conference with D. Kovsky re legal review process.	0.30
6/10/12	D. Kovsky-Apap	Discussion with G. Apfel re legal processes.	0.30
6/11/12	G. Apfel	Research regarding applicability of automatic stay in Chapter 13 cases.	3.30
6/11/12	D. Kovsky-Apap	Review legal memoranda and authorities from N. Smarr and A. Rhee.	0.90
6/11/12	D. Kovsky-Apap	Perform legal research and draft memorandum re stay issue.	5.80
6/11/12	A.J.P.R. Rhee	Conduct legal research re the intersection of HAMP and the automatic stay.	1.00
6/11/12	N.R. Smarr	Research case law re whether continuance of postponement of foreclosure sale violates automatic stay provisions; send email to D. Kovsky summarizing same.	4.40
6/12/12	G. Apfel	Training and work on legal review process.	5.10

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Date	Name	Services	Time
6/12/12	A.L. Harris	Training and review of legal review processes.	7.10
6/12/12	C.B. Holtzman	Training and review of loan document review process.	9.50
6/12/12	D. Kovsky-Apap	Training and work on legal processes with Pepper team.	6.10
6/12/12	D. Kovsky-Apap	Work on proposed legal process/review tool.	0.50
6/12/12	N.R. Smarr	Training for foreclosure look back / legal review.	9.90
6/13/12	G. Apfel	Work on legal review process.	1.80
6/13/12	L.J. Casey	Work on legal and PwC review processes.	1.30
6/13/12	C.B. Holtzman	Work with PwC to review loan files.	7.20
6/13/12	D. Kovsky-Apap	Work with PwC to review loan files.	7.80
6/13/12	N.R. Smarr	Work with PwC to review loan files.	7.50
6/13/12	M. Alexsy	Work on Pepper Hamilton LLP retention application.	1.00
6/13/12	S. Henry	Communications with M. Alexys re review of relationships between clients and interested parties for possible disclosure.	0.20
6/14/12	A.L. Harris	Work with PwC to review loan files.	5.80
6/14/12	C.B. Holtzman	Work with PwC to review loan files.	6.10
6/14/12	D. Kovsky-Apap	Work with PwC to review loan files.	5.90
6/14/12	D. Kovsky-Apap	Perform and summarize legal research re abandonment of assets.	1.80
6/14/12	D. Kovsky-Apap	Work on legal review process checklist.	0.70
6/14/12	N.R. Smarr	Work with PwC to review loan files.	2.50
6/14/12	M. Alexsy	Work on Pepper Hamilton LLP retention application.	0.90
6/14/12	S. Henry	Further review of relationships between clients and interested parties for possible disclosure.	1.90
6/15/12	G. Apfel	Work on legal review process.	1.40
6/15/12	D. Kovsky-Apap	Work on reviewing loan files.	2.10
6/15/12	D. Kovsky-Apap	Work on legal review processes.	0.80
6/15/12	D. Kovsky-Apap	Work on scope issues.	0.30
6/15/12	D. Kovsky-Apap	Work on legal memorandum re abandonment of assets.	1.30
6/15/12	M. Alexsy	Work on Pepper Hamilton LLP retention application.	0.80
6/15/12	S. Henry	Work on preparation of retention application	1.50
6/15/12	S. Henry	Prepare e-mail to M. Alexsy re preparation of retention application	0.10

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Date	Name	Services	Time
6/16/12	N.R. Smarr	Revise memorandum summarizing case law holding that rescheduling a foreclosure sale does not violate automatic stay provisions.	2.40
6/17/12	G. Apfel	Work on legal review process.	2.10
6/17/12	D. Kovsky-Apap	Perform legal research and work on memoranda re stay issues.	2.30
6/17/12	S. Henry	Supplement regarding relationships between clients and interested parties for possible disclosure.	1.00
6/17/12	S. Henry	Prepare e-mail to M. Alexsy re preparation of retention application	0.10
6/18/12	G. Apfel	Work on legal review process.	1.10
6/18/12	G. Apfel	Research on applicability of automatic stay.	2.10
6/18/12	D. Kovsky-Apap	Telephone conference with S. Peltier re legal review tool.	0.70
6/18/12	N.R. Smarr	Finalize memorandum summarizing case law holding that rescheduling a foreclosure sale does not violate automatic stay provisions.	1.60
6/18/12	M. Alexsy	Work on Pepper Hamilton LLP retention application.	1.60
6/19/12	A.L. Harris	Work with PwC to review loan files.	8.90
6/19/12	A.L. Harris	Work on legal review processes with D. Kovsky-Apap.	0.90
6/19/12	D. Kovsky-Apap	Work on legal review issues with A. Harris.	0.90
6/19/12	D. Kovsky-Apap	Work on process development with PwC.	4.50
6/19/12	D. Kovsky-Apap	Work with PwC to review loan files.	4.10
6/19/12	N.R. Smarr	Work on process development with PwC.	2.40
6/19/12	N.R. Smarr	Work with PwC to review loan files.	4.20
6/20/12	G. Apfel	Conference call with PwC re review process.	0.30
6/20/12	G. Apfel	Work on non spouse issue, including telephone conferences with Deb Kovsky and Dana Clarke.	0.40
6/20/12	A.L. Harris	Work with PwC to review loan files.	8.80
6/20/12	D. Kovsky-Apap	Work on legal stay issues.	1.20
6/20/12	D. Kovsky-Apap	Work with PwC on process development and loan review.	8.40
6/20/12	N.R. Smarr	Work with PwC to review loan files.	5.90
6/21/12	G. Apfel	Work on stay review process.	1.30
6/21/12	A.L. Harris	Work with PwC to review loan files.	5.60
6/21/12	D. Kovsky-Apap	Work on legal review issues.	0.80
6/21/12	D. Kovsky-Apap	Work with PwC on process development and loan review.	7.10

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Date	Name	Services	Time
6/21/12	N.R. Smarr	Work with PwC to review loan files.	5.70
6/22/12	G. Apfel	Work on stay review process.	1.80
6/22/12	G. Apfel	Work on Pepper Hamilton and Hudson Cook retention applications.	2.10
6/22/12	G. Apfel	Work on legal review process.	1.40
6/22/12	D. Kovsky-Apap	Telephone conference with G. Apfel re legal process issues.	0.30
6/22/12	D. Kovsky-Apap	Correspondence with G. Apfel and R. Hertzberg re retention application.	0.10
6/22/12	A.J.P.R. Rhee	Conduct legal research re requirements to submit proofs of claims.	0.50
6/24/12	G. Apfel	Research on applicability of automatic stay to trustee report of abandonment and reporting to credit bureau.	1.40
6/24/12	G. Apfel	Conference call with Deb Kovsky and Linda Casey re legal review process.	1.10
6/24/12	D. Kovsky-Apap	Conference call with G. Apfel and L. Casey re legal review process.	2.10
6/24/12	D. Kovsky-Apap	Perform additional legal research and revise memoranda re stay issues.	1.50
6/24/12	D. Kovsky-Apap	Review and analyze legal process checklists.	1.20
6/25/12	G. Apfel	Research on applicability of automatic stay to Hamp modification.	1.70
6/25/12	G. Apfel	Work on legal review process.	1.90
6/25/12	G. Apfel	Research on applicability of stay to credit bureau reporting.	0.90
6/25/12	C.B. Holtzman	Research mortgage statement disclosures required by law and effect on automatic stay.	3.30
6/25/12	D. Kovsky-Apap	Telephone conference with S. Peltier re legal review tool.	0.50
6/25/12	D. Kovsky-Apap	Confer with A. Rhee re Chapter 13 plan issue and review memo re same.	0.40
6/25/12	A.J.P.R. Rhee	Conduct legal research regarding whether secured creditors must file proofs of claim where a chapter 13 plan contains such a disclaimer and draft memorandum for D. Kovsky on the same.	4.50
6/26/12	G. Apfel	Work with PwC on process development and loan review.	8.90
6/26/12	L.J. Casey	Work with PwC on review process and review of loan files.	3.10
6/26/12	A.L. Harris	Worked with PwC to review loan files.	7.10

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Date	Name	Services	Time
6/26/12	C.B. Holtzman	Draft and update memorandum on mortgage statements required by law and effect on automatic stay.	5.90
6/26/12	D. Kovsky-Apap	Work with PwC on process development and loan review.	8.90
6/26/12	N.R. Smarr	Work with PwC to review loan files.	6.00
6/26/12	L.S. Welwarth	Research on whether a mortgagee is permitted to access funds from a debtor/borrower's escrow account under 11 USC 362(a) or whether the lender must first file a relief from the automatic stay.	4.30
6/27/12	G. Apfel	Work with PwC on stay review procedures and handoff.	8.10
6/27/12	C.B. Holtzman	Worked with PwC to review loan files.	7.60
6/27/12	D. Kovsky-Apap	Work with PwC on process development and loan review.	8.10
6/27/12	D. Kovsky-Apap	Review and provide comments on revised stay review checklist.	1.10
6/27/12	N.R. Smarr	Work with PwC to review loan files.	4.60
6/27/12	L.S. Welwarth	Research on whether a mortgagee is permitted to access funds from a debtor/borrower's escrow account under 11 USC 362(a) or whether the lender must first file a relief from the automatic stay.	0.70
6/28/12	G. Apfel	Work on stay review process.	2.40
6/28/12	C.B. Holtzman	Work with PwC to review loan files.	7.50
6/28/12	D. Kovsky-Apap	Work with PwC re process development, scope issues and loan review.	5.20
6/28/12	N.R. Smarr	Work with PwC to review loan files.	2.00
6/29/12	G. Apfel	Work on stay and fee review process.	2.40
6/29/12	G. Apfel	Conference call with Deborah Kovsky and Linda Casey re open items.	0.50
6/29/12	D. Kovsky-Apap	Telephone conference with G. Apfel and L. Casey re open items checklist.	0.80
6/29/12	D. Kovsky-Apap	Work on retention application and declaration.	1.60
6/29/12	D. Kovsky-Apap	Work on legal research issues and memoranda re same.	2.20
TOTAL CHARGEABLE HOURS			483.60
TOTAL FEES			\$231,793.50

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Meals

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06/04/12	CON1	Meals - GARY APFEL - TRAVEL EXPENSES FOR 5/29-31/12 (5/30/12 FUJI MOUNTAIN JAPANESE RESTAURANT, PHILA)	1	77.30	77.30
06/04/12	CON1	Meals - GARY APFEL - TRAVEL EXPENSES FOR 5/29-31/12 (5/30/12 CORNER BISTRO, PHILA)	1	14.92	14.92
06/04/12	CON1	Meals - GARY APFEL - TRAVEL EXPENSES FOR 5/29-31/12 (5/29/12 FUJI MOUNTAIN JAPANESE RESTAURANT, PHILA)	1	63.57	63.57
06/12/12	CON1	Meals - GARY APFEL - TRAVEL TO PHILADELPHIA, PA (6/5 MORIMOTO, PHILA)	1	56.03	56.03
06/12/12	CON1	Meals - GARY APFEL - TRAVEL TO PHILADELPHIA, PA (6/6 CORNER BISTRO, PHILA)	1	12.38	12.38
06/12/12	CON1	Meals - GARY APFEL - TRAVEL TO PHILADELPHIA, PA (6/5-CORNER BISTRO, PHILA)	1	3.95	3.95
06/12/12	CON1	Meals - DEBORAH KOVSKY-APAP - PHILADELPHIA TRAVEL REGARDING PwC / ALLY BANK 5/29-31/12 - (5/29 - FRESH MARKET, PHILA)	1	9.15	9.15
06/12/12	CON1	Meals - DEBORAH KOVSKY-APAP - (5/29 MEAL, MAMA'S VEGETARIAN PHILA.)	1	7.50	7.50
06/12/12	CON1	Meals - DEBORAH KOVSKY-APAP - (5/22/12 CORNER BISTRO, PHILA) PHILADELPHIA TRAVEL REGARDING PwC / ALLY BANK	1	5.44	5.44

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<u>Date</u>	<u>Code</u>	<u>Description</u>	<u>Units</u>	<u>Cost</u>	<u>Value</u>
06/12/12	CON1	Meals - DEBORAH KOVSKY-APAP - (5/24/12 STARBUCKS, PHILA) PHILADELPHIA TRAVEL REGARDING PwC / ALLY BANK	1	6.37	6.37
06/12/12	CON1	Meals - DEBORAH KOVSKY-APAP - (5/24/12 CORNER BISTRO, PHILA) PHILADELPHIA TRAVEL REGARDING PwC	1	6.18	6.18
06/12/12	CON1	Meals - DEBORAH KOVSKY-APAP - PHILADELPHIA TRAVEL REGARDING PwC / ALLY BANK (5/30 CORNER BISTRO, PHILA)	1	10.09	10.09
06/12/12	CON1	Meals - GARY APFEL - TRAVEL TO PHILADELPHIA, PA (6/3-FUJI MOUNTAIN, PHILA)	1	70.82	70.82
06/12/12	CON1	Meals - GARY APFEL - TRAVEL TO PHILADELPHIA, PA (6/4- CORNER BISTRO)	1	9.54	9.54
06/12/12	CON1	Meals - GARY APFEL - TRAVEL TO PHILADELPHIA, PA (6/4-SO. SIDE SANDWICH SHOP, PHILA)	1	55.05	55.05
06/14/12	CON1	Meals - NEFERTIRI R. SMARR - (6/6 HARU MEAL)	1	31.04	31.04
06/19/12	CON1	Meals - DEBORAH KOVSKY-APAP - (6/4/12 STARBUCKS, 1801 MARKET, PHILA)	1	7.40	7.40
06/19/12	CON1	Meals - DEBORAH KOVSKY-APAP - (6/4 CORNER BISTRO, PHILA)	1	11.63	11.63
06/19/12	CON1	Meals - DEBORAH KOVSKY-APAP - (6/5/12 STARBUCKS, PHILA)	1	15.16	15.16
06/19/12	CON1	Meals - DEBORAH KOVSKY-APAP - (6/5/12 CORNER BISTRO, PHILA)	1	14.72	14.72
06/19/12	CON1	Meals - DEBORAH KOVSKY-APAP - (6/6/12 STARBUCKS, PHILA)	1	8.32	8.32

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<u>Date</u>	<u>Code</u>	<u>Description</u>	<u>Units</u>	<u>Cost</u>	<u>Value</u>
06/19/12	CON1	Meals - DEBORAH KOVSKY-APAP - EXPENSES RELATED TO 6/12/12 TRAVEL TO PHILADELPHIA - (ADDITIONAL SNACK OF 6/14/12)	1	6.00	6.00
06/19/12	CON1	Meals - DEBORAH KOVSKY-APAP - EXPENSES RELATED TO 6/12/12 TRAVEL TO PHILADELPHIA - (6/12/12 LUNCH AT SU XING HOUSE, PHILA)	1	17.55	17.55
06/19/12	CON1	Meals - GARY APFEL - TRAVEL TO PHILADELPHIA (6/12/12 FUJI MOUNTAIN JAPANESE RESTAURANT, PHILA)	1	39.19	39.19
06/19/12	CON1	Meals - DEBORAH KOVSKY-APAP - (6/6 CORNER BISTRO, PHILA)	1	12.19	12.19
06/19/12	CON1	Meals - DEBORAH KOVSKY-APAP - EXPENSES - (6/14/12 SNACK PARADIES SHOPS, PHILA AIRPORT)	1	4.98	4.98
06/19/12	CON1	Meals - GARY APFEL - TRAVEL 6/11- 14/12 (6/13/12 MEAL, SUSHI IZAGAYA, PHILA)	1	51.75	51.75
SubTotal For: Meals					\$628.22

Telephone

<u>Date</u>	<u>Code</u>	<u>Description</u>	<u>Units</u>	<u>Cost</u>	<u>Value</u>
06/15/12	TEL2	Soundpath conference call	1	16.22	16.22
06/24/12	TEL2	Soundpath conference call	1	46.84	46.84
06/29/12	TEL2	Soundpath conference call	2	9.15	18.29
SubTotal For: Telephone					\$81.35

Travel Expense

<u>Date</u>	<u>Code</u>	<u>Description</u>	<u>Units</u>	<u>Cost</u>	<u>Value</u>
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06/04/12	TRV1	Travel Expense - GARY APFEL - TRAVEL EXPENSES FOR 5/29-31/12 (5/31/12 CHECKER CAB CO - FROM LAX AIRPORT TO HOME)	1	58.00	58.00
06/04/12	TRV1	Travel Expense - GARY APFEL - TRAVEL EXPENSES FOR 5/29-31/12 (5/29/12 - YELLOW CAB FROM PHILA AIRPORT)	1	35.70	35.70
06/04/12	TRV1	Travel Expense - GARY APFEL - TRAVEL EXPENSES FOR 5/29-31/12 (5/29/12 BEVERLY HILLS CAB CO - TRAVEL TO LAX AIRPORT)	1	56.00	56.00
06/12/12	TRV1	Travel Expense - GARY APFEL - 6/3-6/6 CAB FARE - (6/3 BEVERLY HILLS CAB CO-HOME TO LAX)	1	57.00	57.00
06/12/12	TRV1	Travel Expense - GARY APFEL - 6/3-6/6 CAB FARES - (6/3-\$35.50 ALL CITY TAXI PHILA-AIRPORT TO HOTEL)	1	35.50	35.50
06/12/12	TRV1	Travel Expense - GARY APFEL - 6/3-6/6 CAB FARES - (6/6 UNITED TAXI-LAX TO HOME)	1	57.00	57.00
06/12/12	TRV1	Travel Expense - DEBORAH KOVSKY-APAP - (5/22/12 LAZ PARKING, PHILA) PHILADELPHIA TRAVEL REGARDING PwC / ALLY BANK	1	27.00	27.00
06/12/12	TRV1	Travel Expense - DEBORAH KOVSKY-APAP - (5/22/12 HERTZ RENTAL, PHILA) PHILADELPHIA TRAVEL REGARDING PwC / ALLY BANK	1	124.98	124.98
06/12/12	TRV1	Travel Expense - DEBORAH KOVSKY-APAP - (5/23/12 HERTZ RENTAL, PHILA) PHILADELPHIA TRAVEL REGARDING PwC / ALLY BANK	1	124.98	124.98
06/12/12	TRV1	Travel Expense - DEBORAH KOVSKY-APAP - (5/24/12 HERTZ RENTAL, PHILA) PHILADELPHIA TRAVEL REGARDING PwC / ALLY BANK	1	125.00	125.00

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06/12/12	TRV1	Travel Expense LODGING - DEBORAH KOVSKY-APAP - (5/22/12 THE LATHAM HOTEL, PHILA) PHILADELPHIA TRAVEL REGARDING PwC / ALLY BANK	1	183.17	183.17
06/12/12	TRV1	Travel Expense LODGING - DEBORAH KOVSKY-APAP - (5/23/12 THE LATHAM HOTEL, PHILA) PHILADELPHIA TRAVEL REGARDING PwC / ALLY BANK	1	183.17	183.17
06/12/12	TRV1	Travel Expense - DEBORAH KOVSKY-APAP - (5/23/12 PARKING AT THE LATHAM HOTEL, PHILA) PHILADELPHIA TRAVEL REGARDING PwC / ALLY BANK	1	38.00	38.00
06/12/12	TRV1	Travel Expense - DEBORAH KOVSKY-APAP - (5/24/12 DETROIT METRO AIRPORT PARKING) PHILADELPHIA TRAVEL REGARDING PwC / ALLY BANK	1	60.00	60.00
06/12/12	TRV1	Travel Expense - DEBORAH KOVSKY-APAP - 5/29-5/31/12 ROUND TRIP DELTA AIR, DETROIT TO PHILA. RE: PwC / ALLY BANK	1	874.00	874.00
06/12/12	TRV1	Travel Expense - DEBORAH KOVSKY-APAP - (5/29/12 IN ROOM INTERNET, FOUR SEASONS HOTEL, PHILA) PHILADELPHIA TRAVEL REGARDING PwC / ALLY BANK 5/29-31/12	1	15.00	15.00
06/12/12	TRV1	Travel Expense - DEBORAH KOVSKY-APAP - (5/29/12 PARKING, FOUR SEASONS HOTEL, PHILA) PHILADELPHIA TRAVEL REGARDING PwC / ALLY BANK	1	49.00	49.00
06/12/12	TRV1	Travel Expense - DEBORAH KOVSKY-APAP - (5/30/12 IN ROOM INTERNET, FOUR SEASONS HOTEL, PHILA) PHILADELPHIA TRAVEL REGARDING PwC / ALLY BANK	1	10.00	10.00

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06/12/12	TRV1	Travel Expense - DEBORAH KOVSKY- APAP - (5/30/12 PARKING, FOUR SEASONS HOTEL, PHILA) PHILADELPHIA TRAVEL REGARDING PwC / ALLY BANK	1	49.00	49.00
06/12/12	TRV1	Travel Expense - DEBORAH KOVSKY- APAP - (5/31/12 YELLOW CAB FARE, PHILA) PHILADELPHIA TRAVEL REGARDING PwC / ALLY BANK	1	34.20	34.20
06/12/12	TRV1	Travel Expense - DEBORAH KOVSKY- APAP - (5/29/12 HERTZ RENTAL, PHILA) PHILADELPHIA TRAVEL REGARDING PwC / ALLY BANK	1	119.88	119.88
06/12/12	TRV1	Travel Expense - DEBORAH KOVSKY- APAP - (5/30/12 HERTZ RENTAL CAR, PHILA) PHILADELPHIA TRAVEL REGARDING PwC / ALLY BANK	1	119.88	119.88
06/12/12	TRV1	Travel Expense - DEBORAH KOVSKY- APAP - (5/31/12 HERTZ RENTAL CAR, PHILA) PHILADELPHIA TRAVEL REGARDING PwC / ALLY BANK	1	119.90	119.90
06/12/12	TRV1	Travel Expense - DEBORAH KOVSKY- APAP - (5/31/12 PARKING AT DETROIT METRO AIRPORT) PHILADELPHIA TRAVEL REGARDING PwC / ALLY BANK	1	60.00	60.00
06/12/12	TRV1	Travel Expense - DEBORAH KOVSKY- APAP - (5/31/12 MILEAGE ROUNDTRIP TO DETROIT METRO AIRPORT) PHILADELPHIA TRAVEL REGARDING PwC / ALLY BANK	1	26.48	26.48
06/12/12	TRV1	Travel Expense - DEBORAH KOVSKY- APAP - (5/24/12 ROUNDTRIP MILEAGE TO DETROIT METRO AIRPORT) PHILADELPHIA TRAVEL REGARDING PwC	1	26.48	26.48

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06/12/12	TRV1	Travel Expense - DEBORAH KOVSKY- APAP - DELTA AIRFARE 6/12-14/12 - TRAVEL FROM DETROIT TO PHILA ROUND TRIP RE: THE PwC/ALLY BANK MATTER	1	874.00	874.00
06/15/12	TRV1	Travel Expense - D. KOVSKY-APAP THE LATHAM HOTEL (5/14/12 LODGING)	1	298.37	298.37
06/15/12	TRV1	D. KOVSKY-APAP Travel Expense LODGING - (5/15/12 THE LATHAM HOTEL)	1	263.81	263.81
06/15/12	TRV1	D. KOVSKY-APAP Travel Expense LODGING - (5/16/12 THE LATHAM HOTEL)	1	263.81	263.81
06/15/12	TRV1	G. APFEL Travel Expense LODGING - (5/22-5/23/12 THE WESTIN PHILA)	1	791.28	791.28
06/19/12	TRV1	Travel Expense - DEBORAH KOVSKY- APAP - TRAVEL TO PHILADELPHIA 6/4/12 - (LODGING AT THE FOUR SEASONS HOTEL - IN ROOM INTERNET)	1	10.00	10.00
06/19/12	TRV1	Travel Expense - DEBORAH KOVSKY- APAP - PHILADELPHIA (6/4-6/6/12 - HERTZ RENTAL CAR)	1	359.66	359.66
06/19/12	TRV1	Travel Expense - DEBORAH KOVSKY- APAP - EXPENSES RELATED ROUNDTRIP DETROIT TO PHILADELPHIA - (6/8/12 DETROIT METRO AIRPORT PARKING)	1	60.00	60.00
06/19/12	TRV1	Travel Expense - DEBORAH KOVSKY- APAP - (6/12/12 MILEAGE HOME TO DETROIT METRO AIRPORT ROUNDTRIP)	1	26.48	26.48
06/19/12	TRV1	Travel Expense - GARY APFEL - TRAVEL (6/14/12 CAB FARE FROM LAX AIRPORT TO HOME)	1	28.00	28.00

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06/19/12	TRV1	Travel Expense - DEBORAH KOVSKY- APAP - TRAVEL TO PHILADELPHIA 6/4- 6/8/12 - MILEAGE ROUNDTRIP HOME TO AIRPORT	1	26.48	26.48
06/19/12	TRV1	Travel Expense - DEBORAH KOVSKY- APAP - TRAVEL TO PHILADELPHIA - (6/4/12 FOUR SEASONS HOTEL PARKING)	1	49.00	49.00
06/19/12	TRV1	Travel Expense - DEBORAH KOVSKY- APAP - TRAVEL TO PHILADELPHIA - (6/5/12 IN ROOM INTERNET AT THE FOUR SEASONS HOTEL, PHILA)	1	15.00	15.00
06/19/12	TRV1	Travel Expense - DEBORAH KOVSKY- APAP - TRAVEL TO PHILADELPHIA - (6/5/12 OVERNIGHT PARKING AT FOUR SEASONS HOTEL PHILADELPHIA)	1	49.00	49.00
06/19/12	TRV1	Travel Expense - DEBORAH KOVSKY- APAP - 6/12/12 PHL TAXI CO. PHILA AIRPORT TO HOTEL	1	36.16	36.16
06/19/12	TRV1	Travel Expense - DEBORAH KOVSKY- APAP - TRAVEL TO PHILADELPHIA - (6/12/12 DETROIT METRO AIRPORT PARKING \$60.00)	1	60.00	60.00
06/19/12	TRV1	Travel Expense - GARY APFEL - TRAVEL (6/11/12 CAB FARE HOME TO LAX AIRPORT)	1	29.00	29.00
06/19/12	TRV1	Travel Expense - GARY APFEL - TRAVEL (6/11/12 CAB FARE FROM PHILA AIRPORT TO HOTEL)	1	17.79	17.79
SubTotal For: Travel Expense					\$5,927.16

Travel Expense

<u>Date</u>	<u>Code</u>	<u>Description</u>	<u>Units</u>	<u>Cost</u>	<u>Value</u>
06/08/12	TRV2	APAP 0522 TO 052412 - AIRFARE (DELTA ROUNDTRIP DETROIT TO PHILA)	1	1,260.60	1,260.60

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06/08/12	TRV2	APAP 051712 - AIRFARE (DELTA AIR, PHILA TO DETROIT)	1	630.30	630.30
06/08/12	TRV2	APFEL 052112 - AIRFARE (5/21 DELTA AIR, L.A. TO PHILA / 5/24/12 PHILA TO L.A.)	1	1,469.15	1,469.15
06/08/12	TRV2	APFEL 051712 - AIRFARE (DELTA AIR, PHILA TO L.A.)	1	502.80	502.80
06/08/12	TRV2	Travel Expense - DEBORAH KOVSKY-APAP 060412 - DELTA AIRFARE (6/4-DETROIT TO PHILA,, 6/8 - NY TO DETROIT)	1	895.60	895.60
06/08/12	TRV2	APFEL 5/13/12 - AIRFARE (DELTA AIR, L.A. TO PHILA)	1	851.36	851.36
06/27/12	TRV2	KOVSKY-APAP 0618-062112 - AIRFARE (DELTA ROUNDTRIP DETROIT TO PHILA)	1	1,260.60	1,260.60
06/27/12	TRV2	APFEL 061112 - DELTA AIRFARE (6/11-LA TO PHILA, 6/14-PHILA TO LA)	1	1,049.85	1,049.85
06/29/12	TRV2	APFEL 062512-062812 - AMERICAN AIRFARE (LA TO PHILA/PHILA TO LA)	1	957.35	957.35
06/29/12	TRV2	KOVSKY-APAP 0625-062812 - AIRFARE (DELTA ROUND TRIP DETROIT TO PHILA)	1	895.60	895.60

SubTotal For: Travel Expense

\$9,773.21

TOTAL EXPENSES..... \$16,409.94

TOTAL AMOUNT DUE..... \$248,203.44

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The following is a summary of the time dedicated and the fees charged to this matter by the Firm's professional staff:

		Hours	Rate	Fee
G. Apfel	Partner	104.60	850.00	88,910.00
R. Hertzberg	Partner	0.50	750.00	375.00
L.J. Casey	Contract Atty	41.70	470.00	19,599.00
A.L. Harris	Associate	54.80	245.00	13,426.00
C.B. Holtzman	Associate	47.10	315.00	14,836.50
D. Kovsky-Apap	Associate	127.80	500.00	63,900.00
A.J.P.R. Rhee	Associate	10.10	315.00	3,181.50
N.R. Smarr	Associate	66.30	315.00	20,884.50
L.S. Welwarth	Associate	5.00	235.00	1,175.00
M. Alexsy	Paralegal	14.80	210.00	3,108.00
S. Henry	Paralegal	10.90	220.00	2,398.00
Total		<u>483.60</u>		<u>\$231,793.50</u>

Pepper Hamilton LLP
Attorneys at Law

Suite 1670
Wells Fargo Tower
333 South Grand Avenue
Los Angeles, CA 90071
213.943.1536

REMITTANCE PAGE

Invoice Number: 10766699
October 15, 2012
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Tammy Hamzehpour, General Counsel
GMAC Mortgage LLC
1100 Virginia Drive
Fort Washington, PA 19034

William B. Solomon, Jr., General Counsel
Ally Financial, Inc.
P.O. Box 200
200 Renaissance Center
Detroit, MI 48265-2000

RE: Foreclosure Look Back Review

FOR PROFESSIONAL SERVICES RENDERED from June 1, 2012 through June 30, 2012

Total Fees	\$231,793.50
Total Expenses and Services	\$16,409.94
Total Amount Due	\$248,203.44

PLEASE RETURN WITH REMITTANCE

To Wire Payment Wells Fargo Bank, Philadelphia, PA **ABA#** 121000248; **Acct#**: 2 0000 492 01 046
Swift# WFBUS6S

PLEASE REFERENCE INVOICE NUMBER



Suite 1670
Wells Fargo Tower
333 South Grand Avenue
Los Angeles, CA 90071
213.293.3160

Invoice Number: 10775097
Client/Matter Number: 139697.00002
October 15, 2012

Tammy Hamzehpour, General Counsel
GMAC Mortgage LLC
1100 Virginia Drive
Fort Washington, PA 19034

William B. Solomon, Jr., General Counsel
Ally Financial, Inc.
P.O. Box 200
200 Renaissance Center
Detroit, MI 48265-2000

FOR PROFESSIONAL SERVICES RENDERED from July 1, 2012 through July 31, 2012 as follows:

RE: Foreclosure Look Back Review

Date	Name	Services	Time
7/1/12	G. Apfel	Work on legal review process.	2.80
7/2/12	G. Apfel	Review GMAC form letters for potential stay violations with Deborah Kovsky.	5.80
7/2/12	G. Apfel	Work on legal review process.	1.40
7/2/12	D. Kovsky-Apap	Review and analyze memorandum and caselaw re stay issue.	1.10
7/2/12	D. Kovsky-Apap	Review GMAC form letters for potential stay violations with G. Apfel.	5.80
7/3/12	G. Apfel	Work on file review process.	2.50
7/3/12	G. Apfel	Work on retention applications for Pepper Hamilton and Hudson Cook.	1.10
7/3/12	R. Hertzberg	Email G. Apfel re execution of affidavit.	0.20
7/3/12	D. Kovsky-Apap	Office conference with L. Welwarth re research project on stay violation remedies.	0.20
7/3/12	D. Kovsky-Apap	Work on retention application and declaration.	0.80
7/3/12	D. Kovsky-Apap	Correspondence with G. Apfel and R. Hertzberg re retention application and declaration.	0.20
7/3/12	L.S. Welwarth	Automatic stay violation case analysis.	0.40
7/4/12	G. Apfel	Work on legal review process.	2.10
7/5/12	G. Apfel	Work on legal review process.	2.10

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Date	Name	Services	Time
7/5/12	G. Apfel	Meeting with Dana Clarke re legal review process and retention application and declaration.	1.60
7/5/12	L.S. Welwarth	RRsearch of lender violations of automatic stay; compilation of cases, analysis, damages.	8.10
7/6/12	G. Apfel	Work on legal review process.	1.10
7/6/12	G. Apfel	Work on retention applications and declarations for Pepper Hamilton and Hudson Cook.	1.30
7/6/12	D. Kovsky-Apap	Review revised fee checklist.	0.40
7/6/12	D. Kovsky-Apap	Correspondence with G. Apfel re escrow statement analysis.	0.10
7/6/12	D. Kovsky-Apap	Review correspondence with D. Clarke re documents unavailable on PACER.	0.10
7/6/12	D. Kovsky-Apap	Work on retention applications and declarations.	2.80
7/6/12	L.S. Welwarth	Compiling cases for excel spreadsheet; cases discussing damages arising out of bank/lender/mortgagee violations of automatic stay; reviewing and analyzing cases; creating spreadsheet for matrix to advise clients on likely damages for past automatic stay violations.	7.50
7/8/12	G. Apfel	Work on Hudson Cook retention application and declaration.	0.60
7/8/12	D. Kovsky-Apap	Work on retention applications and declarations.	2.80
7/9/12	G. Apfel	Work on legal review process.	1.90
7/9/12	G. Apfel	Research on termination of automatic stay.	1.80
7/9/12	G. Apfel	Review of remediation guidelines.	1.10
7/9/12	L.J. Casey	Work on fees and stay checklists.	0.60
7/9/12	D. Kovsky-Apap	Review draft logging form for legal review process.	0.30
7/9/12	D. Kovsky-Apap	Confer with M.E. Alexsy and R. Hertzberg re retention application and declaration in support of application.	0.40
7/9/12	D. Kovsky-Apap	Confer with L. Welwarth re research on stay violation sanctions.	0.10
7/9/12	D. Kovsky-Apap	Review case summaries re stay violation sanctions.	1.00
7/9/12	L.S. Welwarth	Compiling, reviewing cases discussing attorney's fees, punitive damage awards, actual damage awards when mortgagee has violated automatic stay; input of data into microsoft excel.	8.30
7/9/12	M. Alexsy	Review and revise declaration of R. Hertzberg in support of Debtors' application to retain special counsel.	2.20

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Date	Name	Services	Time
7/10/12	G. Apfel	Work with PwC to create database for file review handoffs.	2.70
7/10/12	G. Apfel	Work with PwC on task codes and form letters.	2.60
7/10/12	R. Hertzberg	Conference with D. Kovsky re review of affidavit.	0.30
7/10/12	L.J. Casey	Work with PwC on creating database for hand offs.	2.70
7/10/12	L.J. Casey	Work with PwC on task codes and form letters.	2.60
7/10/12	A.L. Harris	Work with PwC to review loan files.	3.80
7/10/12	C.B. Holtzman	Work with PwC to review loan files.	5.90
7/10/12	D. Kovsky-Apap	Work on loan file review.	2.40
7/10/12	D. Kovsky-Apap	Work on retention applications and declaration.	1.10
7/10/12	D. Kovsky-Apap	Work with PwC and Pepper teams re review tools and processes.	2.50
7/10/12	L.S. Welwarth	Finalizing chart for automatic stay violation cases; orientation on GMAC citrix to learn PwC format for foreclosure look back review, to complete automatic stay period analysis.	2.10
7/10/12	L.S. Welwarth	Research regarding perfecting of promissory note interests and Article 9 provisions relating to perfection of notes.	1.10
7/10/12	M. Alexsy	Continue investigation of various party relationships and update of report re same; confer with D. Kovsky re disclosures.	1.50
7/11/12	R. Hertzberg	Review proposed declaration.	0.40
7/11/12	R. Hertzberg	Conference with D. Kovsky re revisions to declarations.	0.20
7/11/12	C.B. Holtzman	Work with PwC to review loan files.	2.10
7/11/12	D. Kovsky-Apap	Confer with R. Hertzberg re declaration.	0.10
7/11/12	D. Kovsky-Apap	Email to G. Apfel re declaration.	0.10
7/11/12	D. Kovsky-Apap	Work on reviewing loan files.	1.70
7/11/12	L.S. Welwarth	Finished excel spreadsheet of automatic stay violation cases; categorized different automatic stay violations together based on type of violation; completed statistical analysis for punitive damage awards and attorney's costs and fee awards for three different types of violations: foreclosure proceedings, mail and telephone contact in attempt to collect debt, altering debtor's account.	3.50
7/12/12	G. Apfel	Work on stay review process.	1.90
7/12/12	D. Kovsky-Apap	Correspondence with G. Apfel and L. Casey re stay period question.	0.20

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Date	Name	Services	Time
7/12/12	D. Kovsky-Apap	Provide update to G. Apfel re status of reviewed loans.	0.10
7/12/12	D. Kovsky-Apap	Telephone conference with A. Kelley and G. Apfel re status update.	0.30
7/12/12	D. Kovsky-Apap	Follow up with G. Apfel re status update and open items.	0.20
7/12/12	D. Kovsky-Apap	Review loan files.	1.50
7/12/12	L.S. Welwarth	Citrix foreclosure look back review.	3.10
7/13/12	G. Apfel	Discussion with K. Phelan of PwC re fee question.	0.20
7/13/12	G. Apfel	Work on retention application.	1.60
7/13/12	G. Apfel	Review GMAC form letters with D. Kovsky for potential stay violations.	4.80
7/13/12	R. Hertzberg	Review revised declaration and conference with D. Kovsky re same.	0.40
7/13/12	D. Kovsky-Apap	Review GMAC form letters with G. Apfel for potential stay violations.	4.80
7/13/12	D. Kovsky-Apap	Review and provide comments to memo and summary of case survey re stay violations.	0.90
7/13/12	L.S. Welwarth	Edited, updated and strengthened case analysis matrix for analyzing automatic stay violations.	0.90
7/13/12	L.S. Welwarth	Completed three foreclosure look back cases.	2.10
7/16/12	G. Apfel	Work on legal review process.	2.10
7/16/12	G. Apfel	Review loan files.	2.80
7/16/12	L.S. Welwarth	Completed excel spreadsheets, reviewed cases, went to lower court opinions, pacer to get further analysis on damage awards for stay violations, completed word document with analysis for predicting stay violation damages.	7.00
7/17/12	G. Apfel	Work on legal review process.	0.90
7/17/12	G. Apfel	Work with PwC on process development for stay violations.	8.40
7/17/12	D. Kovsky-Apap	Work with PwC on process development for stay violations.	7.20
7/17/12	D. Kovsky-Apap	Work with G. Apfel on legal review processes.	0.90
7/17/12	L.S. Welwarth	Case law review and memorandum re reporting to credit bureaus as violation of automatic stay.	2.40
7/18/12	G. Apfel	Work on legal review process.	1.80
7/18/12	D. Kovsky-Apap	Work on checklists for review tool.	3.70
7/18/12	D. Kovsky-Apap	Participate in update call with G. Apfel and PwC.	0.40
7/18/12	D. Kovsky-Apap	Confer with S. Peltier re review tool.	0.30

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Date	Name	Services	Time
7/18/12	D. Kovsky-Apap	Work with L. Welwarth on potential stay violation research and memo.	1.10
7/18/12	D. Kovsky-Apap	Correspondence with G. Apfel, L. Casey and A. Rhee re legal research for fees question.	0.20
7/18/12	L.S. Welwarth	Research, analysis and memorandum re whether automatic withdrawals post-petition for pre-petition debt are automatic stay violations; whether a creditor's presentment of a debtor's voluntary post-petition debt violates the automatic stay.	2.80
7/19/12	D. Kovsky-Apap	Work with PwC to review GMAC responses to task code questions.	2.20
7/19/12	D. Kovsky-Apap	Work with S. Peltier on review tool.	1.30
7/19/12	D. Kovsky-Apap	Correspondence with A. Rhee re fees question response.	0.30
7/19/12	A.J.P.R. Rhee	Conduct research re whether post petition fees must be submitted in a proof of claim in chapter 13 bankruptcy.	2.60
7/20/12	G. Apfel	Research on applicability of automatic stay to ongoing automatic payments.	1.40
7/20/12	G. Apfel	Work on legal review process.	2.20
7/20/12	D. Kovsky-Apap	Confer with L. Welwarth and G. Apfel re research question regarding standing orders and loan modifications.	0.20
7/20/12	D. Kovsky-Apap	Work on list of rules for substantive stay review.	1.40
7/20/12	L.S. Welwarth	Research, memorandum re surplus escrow account withdrawal as violation of automatic stay; escrow account as property of bankruptcy estate; standing orders re stipulations for actions permitted or exempted from automatic stay in particular jurisdictions.	3.50
7/21/12	L.S. Welwarth	Research re escrow accounts.	2.00
7/22/12	D. Kovsky-Apap	Work on second level review of loan files.	0.70
7/23/12	G. Apfel	Work on Pepper Hamilton and Hudson Cook retention applications.	1.40
7/23/12	G. Apfel	Research re postponement of foreclosure sale; failure to file a proof of claim; payoff statements; escrow statements; forced place insurance; telephone calls; mortgage statements sent during stay period.	3.70
7/23/12	G. Apfel	Work on legal review process.	1.10
7/23/12	D. Kovsky-Apap	Confer with L. Welwarth re research projects.	0.20
7/23/12	D. Kovsky-Apap	Work on retention applications and declarations.	0.90

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Date	Name	Services	Time
7/23/12	D. Kovsky-Apap	Email to G. Apfel re retention applications.	0.10
7/23/12	D. Kovsky-Apap	Review correspondence and spreadsheets re inspection codes.	0.20
7/23/12	L.S. Welwarth	Research, memorandum re surplus escrow account withdrawal as violation of automatic stay; escrow account as property of bankruptcy estate; standing orders re stipulations for actions permitted or exempted from automatic stay in particular jurisdictions.	4.90
7/23/12	L.S. Welwarth	Research, case selection, case analysis, excel spreadsheet and word documents discussing damages arising from credit reporting as violation of automatic stay, discharge injunction.	3.10
7/24/12	G. Apfel	Work on legal review process.	5.50
7/24/12	G. Apfel	Work on Hudson Cook and Pepper Hamilton retention applications and declarations.	1.40
7/24/12	D. Kovsky-Apap	Correspondence with L. Casey and G. Apfel re question concerning termination of stay period.	0.20
7/24/12	D. Kovsky-Apap	Correspondence with J. Newton and G. Apfel re retention applications.	0.10
7/24/12	D. Kovsky-Apap	Correspondence with D. Clarke, G. Apfel and L. Casey re scope issues.	0.10
7/24/12	D. Kovsky-Apap	Work on retention applications and declarations.	0.50
7/25/12	G. Apfel	Work on PwC stay review process.	2.40
7/25/12	G. Apfel	Work on fee review process.	2.20
7/25/12	G. Apfel	Work on legal review process.	1.30
7/25/12	G. Apfel	Meeting with PwC and GMAC in Fort Washington re stay review process.	1.00
7/25/12	D. Kovsky-Apap	Prepare for and participate in meeting with GMAC re "safe" list.	1.40
7/25/12	D. Kovsky-Apap	Meet with PwC fees team re loan review issues.	0.50
7/25/12	D. Kovsky-Apap	Work on retention applications and declarations.	1.60
7/25/12	M. Alexsy	Continue investigation of various party relationships and update report re same.	1.90
7/26/12	G. Apfel	Work on retention applications for Pepper Hamilton and Hudson Cook.	1.30
7/26/12	G. Apfel	Work on legal review process.	4.80
7/27/12	G. Apfel	Work on legal review process.	2.80
7/27/12	G. Apfel	Work on Pepper Hamilton and Hudson Cook retention applications.	1.10

GMAC Mortgage LLC

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<u>Date</u>	<u>Name</u>	<u>Services</u>	<u>Time</u>
7/27/12	R. Hertzberg	Emails to D. Kovsky-Apap re changes to declaration and Application.	0.20
7/27/12	R. Hertzberg	Review revised declaration.	0.30
7/27/12	D. Kovsky-Apap	Correspondence with N. Meliti re question regarding sale to third party.	0.10
7/27/12	D. Kovsky-Apap	Revise retention applications and declarations.	0.90
7/30/12	G. Apfel	Work on legal review process.	2.10
7/30/12	G. Apfel	Work on retention application and declarations for Pepper Hamilton and Hudson Cook.	1.90
7/30/12	G. Apfel	Review loan files.	1.40
7/30/12	D. Kovsky-Apap	Confer with M.E. Alexsy and R. Hertzberg re retention application and declaration.	0.20
7/30/12	D. Kovsky-Apap	Work on loan review checklists.	1.30
7/31/12	G. Apfel	Work on loan review process with PwC in Philadelphia.	8.60
7/31/12	D. Kovsky-Apap	Work with G. Apfel, L. Casey and PwC teams on loan review processes.	5.80
7/31/12	D. Kovsky-Apap	Perform second level review of loan files.	1.10

TOTAL CHARGEABLE HOURS 262.40

TOTAL FEES \$146,937.00

Meals

<u>Date</u>	<u>Code</u>	<u>Description</u>	<u>Units</u>	<u>Cost</u>	<u>Value</u>
07/03/12	CON1	Meals - GARY APFEL APFEL- 6/26/12 FUJI MOUNTAIN, PHILA	1	70.29	70.29
07/03/12	CON1	Meals - G. APFEL - 6/26/12 CROSSINGS CAFE, PHILA.	1	7.49	7.49
07/03/12	CON1	Meals - DEBORAH KOVSKY-APAP - 6/21/12 PARADIES SHOPS, PHILA AIRPORT	1	4.98	4.98
07/03/12	CON1	Meals - G. APFEL - FOUR SEASONS HOTEL PHILA - 5/16/12 ROOM SERVICE	1	5.40	5.40

GMAC Mortgage LLC
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<u>Date</u>	<u>Code</u>	<u>Description</u>	<u>Units</u>	<u>Cost</u>	<u>Value</u>
07/03/12	CON1	Meals - G. APFEL - 5/22/12 FOUR SEASONS HOTEL PHILA ROOM SERVICE PRIVATE BAR	1	11.88	11.88
07/03/12	CON1	Meals - DEBORAH KOVSKY-APAP - 6/19/12 CORNER BISTRO, PHILA	1	4.73	4.73
07/03/12	CON1	Meals - DEBORAH KOVSKY-APAP - 6/19/12 CORNER BISTRO, PHILA	1	10.35	10.35
07/03/12	CON1	Meals - DEBORAH KOVSKY-APAP - 6/20/12 CORNER BISTRO, PHILA	1	5.73	5.73
07/03/12	CON1	Meals - DEBORAH KOVSKY-APAP - 6/20/12 CROSSINGS CAFE, PHILA	1	3.95	3.95
07/03/12	CON1	Meals - DEBORAH KOVSKY-APAP - 6/20/12 SU XING HOUSE, PHILA	1	21.96	21.96
07/03/12	CON1	Meals - DEBORAH KOVSKY-APAP - 6/21/12 CORNER BISTRO, PHILA	1	8.22	8.22
07/03/12	CON1	Meals - DEBORAH KOVSKY-APAP - 6/27/12 CORNER BISTRO, PHILA	1	13.98	13.98
07/03/12	CON1	Meals - DEBORAH KOVSKY-APAP - 6/26/12 CORNER BISTRO PHILA	1	22.74	22.74
07/03/12	CON1	Meals - DEBORAH KOVSKY-APAP - 6/28/12 CORNER BISTRO, PHILA	1	5.17	5.17
07/03/12	CON1	Meals - DEBORAH KOVSKY-APAP - 6/26/12 CROSSINGS CAFE PHILA	1	3.58	3.58
07/03/12	CON1	Meals - DEBORAH KOVSKY-APAP - 6/28/12 CROSSING CAFE PHILA	1	2.42	2.42
07/03/12	CON1	Meals - DEBORAH KOVSKY-APAP - 6/28/12 WHOLE FOODS PHILA	1	8.82	8.82
07/03/12	CON1	Meals - DEBORAH KOVSKY-APAP - 6/28/12 PARADIES SHOPS PHILA (BEVERAGE)	1	1.99	1.99
07/03/12	CON1	Meals - G. APFEL - 5/29/12 FOUR SEASONS HOTEL PHILA ROOM SERVICE	1	13.89	13.89

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<u>Date</u>	<u>Code</u>	<u>Description</u>	<u>Units</u>	<u>Cost</u>	<u>Value</u>
07/03/12	CON1	Meals - G. APFEL - 5/31/12 FOUR SEASONS HOTEL PHILA PRIVATE BAR	1	11.88	11.88
07/16/12	CON1	Meals - APFEL CLIENT MEETING (PwC) ON 6/12/12	1	51.60	51.60
07/17/12	CON1	Meals - G. APFEL - 7/5/12 LUNCH SUSHI MURASAK, SANTA ANA, CA.	1	28.95	28.95
07/17/12	CON1	Meals - G. APFEL - 7/10/12 LUNCH DI BRUNO BROS., PHILA.	1	10.12	10.12
07/17/12	CON1	Meals - G. APFEL - 7/9/12 DINNER WITH NICK MELITI OF PwC, ZAMA, PHILA	1	102.25	102.25
07/17/12	CON1	Meals - LINDA CASEY - 5/31/12 CORNER BISTRO PHILA	1	13.55	13.55
07/17/12	CON1	Meals - LINDA CASEY - 6/5/12 CORNER BISTRO PHILA	1	12.30	12.30
07/17/12	CON1	Meals - LINDA CASEY - 5/17/12 CORNER BISTRO PHILA	1	8.19	8.19
07/24/12	CON1	Meals - GARY 7/16/12 DINNER WITH NICK MILITI OF PwC, ZAMA, PHILA	1	97.45	97.45
07/30/12	CON1	Meals - DEBORAH KOVSKY-APAP - 7/17/12 LUNCH AT PEPPER HAMILTON CAFE	1	18.25	18.25
07/30/12	CON1	Meals - DEBORAH KOVSKY-APAP - 7/17/12 DINNER SU XING HOUSE PHILA	1	17.69	17.69
07/30/12	CON1	Meals - DEBORAH KOVSKY-APAP - 7/18/12 LUNCH SU XING HOUSE PHILA	1	16.29	16.29
07/30/12	CON1	Meals - DEBORAH KOVSKY-APAP - 7/19/12 SNACK AT PARADIES PHILA AIRPORT	1	4.98	4.98
07/30/12	CON1	Meals - DEBORAH KOVSKY-APAP - 7/19/12 BREAKFAST STARBUCKS PHILA	1	8.16	8.16
07/31/12	CON1	Meals - G. APFEL - 7/23/12 DINNER, FUJI MOUNTAIN, PHILA	1	72.44	72.44

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<u>Date</u>	<u>Code</u>	<u>Description</u>	<u>Units</u>	<u>Cost</u>	<u>Value</u>
07/31/12	CON1	Meals - G. APFEL - 7/25/12 LUNCH, JAKE & MAX'S PHILA.	1	20.69	20.69
07/31/12	CON1	Meals - G. APFEL - 7/24/12 LUNCH DI BRUNO BROS, PHILA.	1	11.08	11.08
07/31/12	CON1	Meals - G. APFEL - 7/25/12 DINNER YAKITORI BOY, PHILA	1	62.00	62.00
SubTotal For: Meals					\$795.44

Reference Service

<u>Date</u>	<u>Code</u>	<u>Description</u>	<u>Units</u>	<u>Cost</u>	<u>Value</u>
07/24/12	REF3	CASEY 040112 - 063012 - PACER	1	255.00	255.00
07/26/12	REF3	S. HENRY - 040112 - 063012 PACER	1	9.00	9.00
SubTotal For: Reference Service					\$264.00

Telephone

<u>Date</u>	<u>Code</u>	<u>Description</u>	<u>Units</u>	<u>Cost</u>	<u>Value</u>
07/18/12	TEL2	Soundpath conference call	1	7.56	7.56
SubTotal For: Telephone					\$7.56

Travel Expense

<u>Date</u>	<u>Code</u>	<u>Description</u>	<u>Units</u>	<u>Cost</u>	<u>Value</u>
07/03/12	TRV1	Travel Expense - G. APFEL - FOUR SEASONS HOTEL PHILA. 5/29/12	1	297.48	297.48
07/03/12	TRV1	Travel Expense - G. APFEL - 6/25/12 PHILA CAB CO. FROM PHILA AIRPORT TO HOTEL	1	37.08	37.08
07/03/12	TRV1	Travel Expense - DEBORAH KOVSKY- APAP - 6/21/12 MILEAGE ROUNDTRIP HOME TO DETROIT AIRPORT	1	26.48	26.48

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07/03/12	TRV1	Travel Expense - DEBORAH KOVSKY- APAP - 6/21/18 DETROIT METRO AIRPORT PARK	1	80.00	80.00
07/03/12	TRV1	Travel Expense - G. APFEL - 5/15-5/16/12 FOUR SEASONS HOTEL PHILA	1	441.87	441.87
07/03/12	TRV1	Travel Expense - DEBORAH KOVSKY- APAP - 6/20/12 HERTZ RENTAL CAR PHILA AIRPORT	1	123.40	123.40
07/03/12	TRV1	Travel Expense - G. APFEL - FOUR SEASONS HOTEL PHILA. 5/21/12	1	379.50	379.50
07/03/12	TRV1	Travel Expense - G. APFEL - FOUR SEASONS HOTEL PHILA 5/30/12	1	297.00	297.00
07/03/12	TRV1	Travel Expense - G. APFEL APFEL - 6/25/12 UNITED TAXI HOME TO LA AIRPORT	1	27.00	27.00
07/03/12	TRV1	Travel Expense - G. APFEL - 6/28/12 UNITED TAX LA AIRPORT TO HOME	1	27.00	27.00
07/03/12	TRV1	Travel Expense - D. KOVSKY - 5/29/12 FOUR SEASONS HOTEL PHILA	1	282.24	282.24
07/03/12	TRV1	Travel Expense - D. KOVSKY - 5/30/12 FOUR SEASONS HOTEL PHILA	1	282.24	282.24
07/03/12	TRV1	Travel Expense - DEBORAH KOVSKY- APAP - 6/25/12 SPRINGHILL SUITES PHILA/PLYMOUTH MTG, PA	1	173.88	173.88
07/03/12	TRV1	Travel Expense - DEBORAH KOVSKY- APAP - 6/26/12 SPRINGHILL SUITES, PLYMOUTH MTG/PHILA, PA	1	173.88	173.88
07/03/12	TRV1	Travel Expense - DEBORAH KOVSKY- APAP - 6/27/12 SPRINGHILL SUITES, PLYMOUTH MTG/PHILA., PA	1	173.88	173.88
07/03/12	TRV1	Travel Expense - DEBORAH KOVSKY- APAP - 6/26/12 HERTZ RENTAL CAR PHILA AIRPORT	1	111.84	111.84
07/03/12	TRV1	Travel Expense - DEBORAH KOVSKY- APAP - 6/25/12 HERTZ RENTAL CAR PHILA AIRPORT	1	111.84	111.84

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07/03/12	TRV1	Travel Expense - DEBORAH KOVSKY- APAP - 6/27/12 HERTZ RENTAL CAR PHILA AIRPORT	1	111.85	111.85
07/03/12	TRV1	Travel Expense - DEBORAH KOVSKY- APAP - 6/28/12 DETROIT METRO AIRPORT PARKING	1	60.00	60.00
07/03/12	TRV1	Travel Expense - DEBORAH KOVSKY- APAP - 6/18/12 FOUR SEASONS HOTEL PARKING	1	64.00	64.00
07/03/12	TRV1	Travel Expense - DEBORAH KOVSKY- APAP - 6/19/12 FOUR SEASONS HOTEL PARKING	1	64.00	64.00
07/03/12	TRV1	Travel Expense - DEBORAH KOVSKY- APAP - 6/20/12 FOUR SEASONS HOTEL PARKING	1	64.00	64.00
07/03/12	TRV1	Travel Expense - DEBORAH KOVSKY- APAP - 6/18/12 HERTZ RENTAL PHILA AIRPORT	1	123.38	123.38
07/03/12	TRV1	Travel Expense - DEBORAH KOVSKY- APAP - 6/19/12 HERTZ RENTAL CAR PHILA AIRPORT	1	123.38	123.38
07/17/12	TRV1	Travel Expense - LINDA CASEY - 5/16/12 PARKING FOR DAY AT COMMERCE SQUARE TO TRAVEL TO FORT WASHINGTON, PA	1	26.00	26.00
07/17/12	TRV1	Travel Expense - G. APFEL - 7/10/12 ALL THREES CAB CO. (PHILA OFFICE TO 30TH ST TRAIN STATION, PHILA)	1	10.00	10.00
07/17/12	TRV1	Travel Expense - GARY APFEL - 7/9/12 UNITED TAXI HOME TO LAX AIRPORT	1	29.00	29.00
07/17/12	TRV1	Travel Expense - GARY APFEL - 7/12/12 INDEPENDENT TAXI CO LAX AIRPORT TO HOME	1	29.00	29.00
07/17/12	TRV1	Travel Expense - LINDA CASEY - MILEAGE FROM PEPPER TO 1140 VIRGINIA DRIVE, FT. WASHINGTON, PA (20 MILES @ \$.555 PER MILE = \$11.10)	1	11.10	11.10

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07/17/12	TRV1	Travel Expense - G. APFEL - 7/9/12 PHILADELPHIA CAB CO. PHILA AIRPORT TO HOTEL	1	35.40	35.40
07/20/12	TRV1	Travel Expense - DEBORAH KOVSKY- APAP - DELTA AIRFARE - 7/17-7/19/12 ROUNDTRIP DETROIT TO PHILA	1	874.00	874.00
07/24/12	TRV1	Travel Expense - G. APFEL 7/19/12 TAXI FROM LAX AIRPORT TO HOME	1	28.50	28.50
07/24/12	TRV1	Travel Expense - G. APFEL 7/16/12 TAXI FROM HOME TO LAX AIRPORT	1	28.00	28.00
07/24/12	TRV1	Travel Expense - G. APFEL 7/16/12 TAXI FROM PHILA AIRPORT TO HOTEL	1	35.40	35.40
07/30/12	TRV1	Travel Expense - DEBORAH KOVSKY- APAP - 7/17/12 PHL CAB CO FROM PHILA AIRPORT	1	35.40	35.40
07/30/12	TRV1	Travel Expense - DEBORAH KOVSKY- APAP - 7/19/12 DETROIT METRO AIRPORT PARKING	1	60.00	60.00
07/30/12	TRV1	Travel Expense - DEBORAH KOVSKY- APAP - ROUNDTRIP MILEAGE (HOME TO DETROIT AIRPORT)	1	26.48	26.48
07/30/12	TRV1	Travel Expense - DEBORAH KOVSKY- APAP - 7/17/12 FOUR SEASONS HOTEL INTERNET SERVICE	1	15.00	15.00
07/30/12	TRV1	Travel Expense - DEBORAH KOVSKY- APAP - 7/18/12 FOUR SEASONS HOTEL INTERNET SERVICE	1	15.00	15.00
07/30/12	TRV1	Travel Expense - DEBORAH KOVSKY- APAP - 7/18/12 OLDE CITY DISPATCH CAB	1	29.80	29.80
07/30/12	TRV1	Travel Expense - DEBORAH KOVSKY- APAP - 7/19/12 PHILA COACH CAB TO PHILA AIRPORT	1	35.40	35.40
07/31/12	TRV1	Travel Expense - G. APFEL - 7/23/12 CRESCENT CAB (PHILA AIRPORT TO HOTEL)	1	29.50	29.50

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07/31/12	TRV1	Travel Expense - G. APFEL - 7/26/12 UNITED TAXI LAX AIRPORT TO HOME	1	58.00	58.00
07/31/12	TRV1	Travel Expense - G. APFEL - 7/23/12 UNITED TAXI HOME TO LAX AIRPORT	1	57.00	57.00
SubTotal For: Travel Expense					\$5,125.20

Travel Expense

<u>Date</u>	<u>Code</u>	<u>Description</u>	<u>Units</u>	<u>Cost</u>	<u>Value</u>
07/19/12	TRV2	Travel Expense - G. APFEL DELTA AIRFARE, 6/3-6/6/12 ROUND TRIP LA TO PHILA	1	1,315.15	1,315.15
07/19/12	TRV2	Travel Expense - G. APFEL DELTA AIRFARE, 5/29-5/31/12 ROUNDTrip LA TO PHILA	1	1,357.40	1,357.40
07/25/12	TRV2	APFEL 7/16-18 AMERICAN AIRLINES AIRFARE ROUNDTrip AIRFARE LA TO PHILA	1	707.35	707.35
07/25/12	TRV2	APFEL - 7/9-7/12 AMERICAN AIRLINE AIRFARE - ROUNDTrip AIRFARE LA TO PHILA	1	1,252.82	1,252.82
07/27/12	TRV2	WELWARTH 7/17-7/19/12 - DELTA AIRFARE - ROUNDTrip DETROIT TO PHILA	1	780.60	780.60
07/31/12	TRV2	APFEL 7/23-7/26/12 - AMERICAN AIRLINE AIRFARE ROUNDTrip LA TO PHILA	1	1,307.20	1,307.20
SubTotal For: Travel Expense					\$6,720.52

TOTAL EXPENSES..... \$12,912.72

TOTAL AMOUNT DUE..... \$159,849.72

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The following is a summary of the time dedicated and the fees charged to this matter by the Firm's professional staff:

		Hours	Rate	Fee
G. Apfel	Partner	104.60	850.00	88,910.00
R. Hertzberg	Partner	2.00	750.00	1,500.00
L.J. Casey	Contract Atty	5.90	470.00	2,773.00
A.L. Harris	Associate	3.80	245.00	931.00
C.B. Holtzman	Associate	8.00	315.00	2,520.00
D. Kovsky-Apap	Associate	67.10	500.00	33,550.00
A.J.P.R. Rhee	Associate	2.60	315.00	819.00
L.S. Welwarth	Associate	62.80	235.00	14,758.00
M. Alexsy	Paralegal	5.60	210.00	1,176.00
Total		<hr/> 262.40		<hr/> \$146,937.00

Pepper Hamilton LLP
Attorneys at Law

Suite 1670
Wells Fargo Tower
333 South Grand Avenue
Los Angeles, CA 90071
213.943.1536

REMITTANCE PAGE

Invoice Number: 10775097
October 15, 2012
Matter Number: 139697.00002

Tammy Hamzehpour, General Counsel
GMAC Mortgage LLC
1100 Virginia Drive
Fort Washington, PA 19034

William B. Solomon, Jr., General Counsel
Ally Financial, Inc.
P.O. Box 200
200 Renaissance Center
Detroit, MI 48265-2000

RE: Foreclosure Look Back Review

FOR PROFESSIONAL SERVICES RENDERED from July 1, 2012 through July 31, 2012

Total Fees	\$146,937.00
Total Expenses and Services	\$12,912.72
Total Amount Due	\$159,849.72

PLEASE RETURN WITH REMITTANCE

To Wire Payment Wells Fargo Bank, Philadelphia, PA **ABA#** 121000248; **Acct#**: 2 0000 492 01 046
Swift# WFBUS6S

PLEASE REFERENCE INVOICE NUMBER



Suite 1670
Wells Fargo Tower
333 South Grand Avenue
Los Angeles, CA 90071
213.293.3160

Invoice Number: 10775556
Client/Matter Number: 139697.00002
October 15, 2012

Tammy Hamzehpour, General Counsel
GMAC Mortgage LLC
1100 Virginia Drive
Fort Washington, PA 19034

William B. Solomon, Jr., General Counsel
Ally Financial, Inc.
P.O. Box 200
200 Renaissance Center
Detroit, MI 48265-2000

Requesting Attorney: Gary Apfel

Federal Identification No. 23-1433012

FOR PROFESSIONAL SERVICES RENDERED from August 1, 2012 through August 31, 2012 as follows:

RE: Foreclosure Look Back Review

Date	Name	Services	Time
8/1/12	D. Kovsky-Apap	Work on review tool questions and checklists for stay and fee reviews.	2.60
8/2/12	G. Apfel	Work on legal review process and fee review process.	2.50
8/2/12	D. Kovsky-Apap	Perform second level review of loan files.	1.20
8/2/12	D. Kovsky-Apap	Correspondence with G. Apfel re fee review process.	0.20
8/3/12	G. Apfel	IFR bankruptcy subcommittee conference call.	0.80
8/3/12	G. Apfel	Research on post petition withdrawals from borrowers accounts.	1.30
8/3/12	G. Apfel	Work on legal review process.	1.10
8/3/12	D. Kovsky-Apap	Participate in IFR bankruptcy subcommittee conference call.	0.70
8/3/12	D. Kovsky-Apap	Work on second level review of loan files.	2.40
8/3/12	D. Kovsky-Apap	Review XNet letters with G. Apfel for potential impact on automatic stay.	0.50
8/3/12	D. Kovsky-Apap	Follow up with G. Apfel re issue raised on IFR conference call.	0.10
8/3/12	D. Kovsky-Apap	Perform legal research re section 1326 issues.	2.60
8/3/12	D. Kovsky-Apap	Review cases re automatic payments.	0.50

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Date	Name	Services	Time
8/4/12	D. Kovsky-Apap	Review email re scope issue.	0.10
8/5/12	G. Apfel	Review XNet letters with D. Kovsky for potential impact.	1.60
8/5/12	D. Kovsky-Apap	Review XNet letters with G. Apfel for potential impact on stay.	1.60
8/5/12	D. Kovsky-Apap	Perform second level review of loan files.	2.10
8/6/12	G. Apfel	Work on loan review process.	1.10
8/6/12	G. Apfel	Review loan files.	2.90
8/6/12	G. Apfel	Work on retention application.	1.40
8/6/12	D. Kovsky-Apap	Work on second level loan review.	0.10
8/6/12	D. Kovsky-Apap	Work on PMI issue.	0.10
8/7/12	G. Apfel	Confer with GMAC and PwC re review processes and categorization of activities and documents.	1.70
8/7/12	G. Apfel	Work with PwC on loan review and observation processes.	4.90
8/7/12	G. Apfel	Work on remediation framework and loan review process.	0.20
8/7/12	L.J. Casey	Work on second level review of loan files.	5.10
8/7/12	D. Kovsky-Apap	Confer with GMAC and PwC re review processes and categorization of activities and documents.	1.70
8/7/12	D. Kovsky-Apap	Work with PwC bankruptcy and fee teams on loan review and observation processes.	4.90
8/7/12	D. Kovsky-Apap	Discussion with G. Apfel re remediation framework and review process.	0.20
8/7/12	D. Kovsky-Apap	Legal research re section 1326 issue.	1.20
8/8/12	G. Apfel	IFR subcommittee conference call.	0.60
8/8/12	G. Apfel	Work on stay review process.	1.10
8/8/12	G. Apfel	Work with D. Kovsky and S. Peltier on review procedures.	6.70
8/8/12	D. Kovsky-Apap	Work with G. Apfel and S. Peltier on review processes.	6.70
8/8/12	D. Kovsky-Apap	Participate in IFR bankruptcy subcommittee conference call.	1.10
8/8/12	D. Kovsky-Apap	Further legal research re section 1326 issue.	1.00
8/8/12	D. Kovsky-Apap	Draft summary of section 1326 cases.	1.10
8/8/12	L.S. Welwarth	Work on damage violation analysis; review of comments.	0.10
8/9/12	G. Apfel	Work on training materials for legal review.	2.40
8/9/12	G. Apfel	Work on stay review process.	1.10
8/9/12	G. Apfel	Work on legal review process.	0.80

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Date	Name	Services	Time
8/9/12	D. Kovsky-Apap	Work on training materials for review processes.	2.60
8/9/12	L.S. Welwarth	Work on memo re stay violation damage awards.	3.50
8/10/12	G. Apfel	Conference call with PwC re loan review process.	1.10
8/10/12	G. Apfel	Work on fee review process.	1.40
8/10/12	D. Kovsky-Apap	Participate in conference call with PwC re review process and case mapping.	1.40
8/10/12	D. Kovsky-Apap	Correspondence with G. Apfel re additional issues for fee review.	0.20
8/10/12	D. Kovsky-Apap	Legal research re fee issues.	0.30
8/10/12	D. Kovsky-Apap	Confer with L. Welwarth re legal research questions.	0.20
8/10/12	D. Kovsky-Apap	Review memorandum re stay issues.	0.40
8/10/12	D. Kovsky-Apap	Office conference with L. Welwarth re additional research question.	0.10
8/10/12	D. Kovsky-Apap	Work on memorandum re proposed remediation framework.	2.80
8/10/12	D. Kovsky-Apap	Email to S. Peltier re changes to review process.	0.20
8/10/12	D. Kovsky-Apap	Perform comparative analysis of PwC and Pepper review processes.	0.80
8/10/12	L.S. Welwarth	Reviewed/edited stay violation damage analysis report; research and memo re whether postpetition recordation of deed violates automatic stay; research and memo re whether order denying discharge terminates automatic stay protection.	3.90
8/10/12	L.S. Welwarth	Research re whether deed that is delivered to Registry of Deeds, but Registry does not promptly record until after bankruptcy filing violates the automatic stay.	1.70
8/12/12	G. Apfel	Work on training materials.	1.90
8/12/12	D. Kovsky-Apap	Work on review process and foreclosure fundamentals training materials.	0.80
8/12/12	D. Kovsky-Apap	Perform second level review of loan files.	0.90
8/12/12	D. Kovsky-Apap	Perform legal research on effect of vacatur of dismissal on automatic stay.	0.60
8/12/12	D. Kovsky-Apap	Work with G. Apfel on review process and training materials.	0.80
8/12/12	D. Kovsky-Apap	Work on automatic stay review process.	1.10
8/13/12	G. Apfel	Work on fee review process.	0.70
8/13/12	J. VandeWyngearde	Work on review process with D. Kovsky.	0.50
8/13/12	J. VandeWyngearde	Analysis of foreclosure review training materials.	1.00
8/13/12	D. Kovsky-Apap	Office conference with L. Welwarth re proposed remediation framework.	0.30

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Date	Name	Services	Time
8/13/12	D. Kovsky-Apap	Work on review processes with J. VandeWyngearde.	0.50
8/13/12	D. Kovsky-Apap	Work with G. Apfel on proposed revisions to fee review process.	0.20
8/13/12	D. Kovsky-Apap	Review emails from A. Kelly, G. Apfel and D. Clarke re limitation on scope of review for complaints.	0.10
8/13/12	L.S. Welwarth	Analysis of foreclosure cases in which violation caused actual loss of home versus cases in which the violation was short of the actual loss of home.	1.80
8/14/12	G. Apfel	Review loan files.	0.90
8/14/12	G. Apfel	Work on training materials.	1.10
8/14/12	G. Apfel	Work on stay review process.	1.50
8/14/12	G. Apfel	Work on legal review process.	1.20
8/14/12	G. Apfel	Research re suspense account stay violations.	1.80
8/14/12	J. VandeWyngearde	Review and analyze memorandum re procedure and process of foreclosure review.	2.20
8/14/12	D. Kovsky-Apap	Review revised memo re proposed remediation framework.	0.30
8/14/12	D. Kovsky-Apap	Review agenda and list of additional activity classifications from N. Meliti.	0.10
8/14/12	L.S. Welwarth	Updates, edits, revisions and citations added to memo re stay violation damage analysis.	0.50
8/15/12	G. Apfel	Work with PwC on loan review process.	7.60
8/15/12	J. VandeWyngearde	Telephone call with D. Kovsky re beta testing of loans.	0.20
8/15/12	J. VandeWyngearde	Review of memo re procedure.	0.50
8/15/12	D. Kovsky-Apap	Work with G. Apfel, S. Peltier and PwC on stay, standing and fee review processes.	7.50
8/15/12	D. Kovsky-Apap	Review bankruptcy cases to answer specific fee questions from C. Chun.	1.30
8/15/12	D. Kovsky-Apap	Email to C. Chun and K. Phelan re fee questions.	0.10
8/15/12	D. Kovsky-Apap	Review email from J. Newton re retention application.	0.10
8/15/12	D. Kovsky-Apap	Email to G. Apfel re section 362(c)(3) issue.	0.20
8/16/12	G. Apfel	Work with PwC on review process.	2.00
8/16/12	G. Apfel	Research on suspense accounts stay violations.	0.80
8/16/12	G. Apfel	Work on Hudco and Pepper Hamilton retention applications.	0.60
8/16/12	G. Apfel	Work on legal review process.	1.90

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Date	Name	Services	Time
8/16/12	J. VandeWyngearde	Review and analyze legal memo re process and stay violations, damages analysis, escrow statements, collection action, meeting statements, credit bureau reporting, proofs of claims, and communications with debtors.	4.80
8/16/12	A.L. Harris	Work with D. Kovsky, N. Smarr, and A. Holtzman on second level review of loan files.	0.90
8/16/12	C.B. Holtzman	Work with D. Kovsky, N. Smarr, and A. Harris on second level review of loan files.	0.90
8/16/12	D. Kovsky-Apap	Work with G. Apfel and N. Meliti to review and classify activity codes and form letters.	1.80
8/16/12	D. Kovsky-Apap	Email to G. Apfel re questions arising during review process.	0.10
8/16/12	D. Kovsky-Apap	Work with N. Smarr, A. Holtzman and A. Harris on second level review of loan files.	0.90
8/16/12	D. Kovsky-Apap	Review email from J. Basin re test loan files.	0.10
8/16/12	D. Kovsky-Apap	Work with S. Peltier on review processes and tracking process.	0.70
8/16/12	D. Kovsky-Apap	Follow up with S. Peltier re handoff process with PwC.	0.20
8/16/12	N.R. Smarr	Work with D. Kovsky, C. Holtzman and A. Harris on second level review of loan files.	0.90
8/16/12	L.S. Welwarth	Research additional cases for review for borrower harm.	1.60
8/17/12	G. Apfel	Work on borrower harm issues.	2.10
8/17/12	J. VandeWyngearde	Office conference with D. Kovsky and work on loan review.	0.80
8/17/12	D. Kovsky-Apap	Work on loan review with J. VandeWyngearde.	0.80
8/17/12	D. Kovsky-Apap	Review and analyze test loan files.	3.30
8/17/12	D. Kovsky-Apap	Email to G. Apfel and L. Casey re standing question.	0.10
8/17/12	D. Kovsky-Apap	Correspondence with G. Apfel re retention application.	0.10
8/17/12	D. Kovsky-Apap	Analyze questions in stay review process to determine any missing questions.	0.50
8/17/12	D. Kovsky-Apap	Draft additional questions for review process.	0.20
8/17/12	D. Kovsky-Apap	Telephone conference with G. Apfel to prepare for training session with reviewers.	0.40
8/17/12	L.S. Welwarth	Reviewed and analyzed cases to input into damage award analysis for stay violations.	6.50
8/19/12	D. Kovsky-Apap	Review and provide comments on standing checklist and logging form.	0.90

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Date	Name	Services	Time
8/19/12	D. Kovsky-Apap	Work on standing review.	0.20
8/19/12	D. Kovsky-Apap	Review loan files.	0.80
8/19/12	L.S. Welwarth	Updated case analysis for stay damage recommendations; reviewed case law re technical violations	2.70
8/20/12	G. Apfel	Work on legal review process.	2.30
8/20/12	G. Apfel	Review loan files.	1.80
8/20/12	G. Apfel	Work on training materials.	1.60
8/20/12	G. Apfel	Work on retention application.	0.40
8/20/12	J. VandeWyngearde	Loan review with D. Kovsky.	1.20
8/20/12	D. Kovsky-Apap	Work on loan review testing.	5.60
8/20/12	D. Kovsky-Apap	Revise memorandum re stay violations.	0.60
8/20/12	D. Kovsky-Apap	Email to G. Apfel re stay violations.	0.10
8/20/12	D. Kovsky-Apap	Correspondence with G. Apfel and L. Welwarth re borrower harm memo.	0.20
8/20/12	D. Kovsky-Apap	Prepare for training session with primary reviewers.	0.80
8/20/12	L.S. Welwarth	Work on borrower memo, including review of additional cases; research re technical violations vs willful violations; computation and analysis of average awards granted.	6.50
8/21/12	G. Apfel	Work with D. Kovsky and S. Peltier on revisions to review process.	1.20
8/21/12	G. Apfel	Train reviewers for legal review process.	7.70
8/21/12	J. VandeWyngearde	Brief review of checklist for stay review.	0.20
8/21/12	J. VandeWyngearde	Participate in training for legal review process.	7.70
8/21/12	Andrea M. de Vries	Participate in training for legal review process.	7.70
8/21/12	C.A. DiValentino	Participate in training for legal review process.	7.70
8/21/12	A.L. Harris	Participate in training for legal review process.	7.70
8/21/12	C.B. Holtzman	Participate in training for legal review process.	7.70
8/21/12	D. Kovsky-Apap	Train reviewers on legal review process.	7.70
8/21/12	D. Kovsky-Apap	Work with G. Apfel and S. Peltier on revisions to review process.	1.20
8/21/12	A. Mavraganis	Participate in training for legal review process.	7.70
8/21/12	A.J.P.R. Rhee	Participate in training for legal review purposes.	7.70
8/21/12	N.R. Smarr	Participate in training for legal review process.	7.70
8/21/12	R.R. Tooley	Participate in training for legal review process.	7.70
8/21/12	L.S. Welwarth	Participate in legal training review process.	7.70
8/22/12	G. Apfel	Training reviewers for legal review process.	3.40
8/22/12	G. Apfel	Work on legal review process.	1.40

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Date	Name	Services	Time
8/22/12	G. Apfel	Work on PwC review process, including telephone conversation with Adam Kelly.	1.20
8/22/12	Andrea M. de Vries	Participate in training for legal review process.	3.80
8/22/12	C.A. DiValentino	Participate in training for legal review process.	3.80
8/22/12	C.B. Holtzman	Participate in training for legal review process.	3.80
8/22/12	D. Kovsky-Apap	Review issues raised in review process with G. Apfel.	0.40
8/22/12	D. Kovsky-Apap	Train reviewers on legal review process.	3.80
8/22/12	A. Mavraganis	Participate in training for legal review process.	3.80
8/22/12	N.R. Smarr	Participate in training for legal review process.	2.80
8/22/12	R.R. Tooley	Participate in training for legal review process.	3.80
8/22/12	L.S. Welwarth	Participated in legal review training process.	3.80
8/22/12	L.S. Welwarth	Damage analysis memo draft.	2.80
8/23/12	G. Apfel	Work on loan review and legal review process.	2.10
8/23/12	D. Kovsky-Apap	Email to primary reviewers re fees review.	0.10
8/23/12	D. Kovsky-Apap	Review and revise fees checklist.	0.60
8/23/12	D. Kovsky-Apap	Work on review of test loan files.	2.90
8/23/12	D. Kovsky-Apap	Correspondence with S. Peltier and J. Basin re test loan files.	0.20
8/23/12	D. Kovsky-Apap	Email from N. Meliti re second stage of loan review.	0.10
8/23/12	D. Kovsky-Apap	Begin substantive stay review of loan file.	0.80
8/23/12	D. Kovsky-Apap	Email to N. Meliti with questions re review of call notes.	0.10
8/23/12	A.J.P.R. Rhee	Review mortgage review checklist, fees checklist, and substantive presentation notes in preparation to commence review.	2.00
8/23/12	L.S. Welwarth	Review of draft fees and stay checklists for training.	0.60
8/24/12	G. Apfel	IFR bankruptcy subcommittee conference call.	0.50
8/24/12	G. Apfel	Work on legal review process.	1.20
8/24/12	G. Apfel	Work on applicability of stay to recording of deed issue.	0.80
8/24/12	Andrea M. de Vries	Review background documents for legal review process.	2.90
8/25/12	D. Kovsky-Apap	Review email and case re presentment and recordation of deeds.	0.20
8/25/12	D. Kovsky-Apap	Review legal research re relation-back statute and email to G. Apfel re same.	0.20
8/27/12	G. Apfel	Review cases regarding borrower harm and work on memorandum.	3.10

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Date	Name	Services	Time
8/27/12	J. VandeWyngearde	Brief review of sharepoint document emailed by D. Kovsky.	0.20
8/27/12	J. VandeWyngearde	Brief review of checklist for legal review.	0.30
8/27/12	C.B. Holtzman	Review and analyze stay checklist for training.	0.50
8/27/12	D. Kovsky-Apap	Work on list of open items in preparation for meeting with PwC.	1.00
8/27/12	L.S. Welwarth	Reviewed G Apfel's comments re draft; incorporated new revisions; went back to research additional cases and clear inconsistencies in memo; updated damage analysis statistical averages; drafted executive summary; completed appendix with all cases reviewed in memo.	8.80
8/28/12	G. Apfel	Work with Steve Peltier and PwC on stay, standing and fee review processes.	8.70
8/28/12	J. VandeWyngearde	Review and analyze checklist for stay review.	1.10
8/28/12	J. VandeWyngearde	Review and analyze checklist for legal review and fees.	0.80
8/28/12	J. VandeWyngearde	Review and analyze sharepoint screenshot document.	0.30
8/28/12	J. VandeWyngearde	Work with S. Peltier and PwC on stay, standing and fee review processes.	8.70
8/28/12	Andrea M. de Vries	Review and analyze stay checklist for review training.	0.60
8/28/12	A.L. Harris	Review materials for legal review process training.	0.50
8/28/12	C.B. Holtzman	Review and analyze stay and fees checklists for training.	2.50
8/28/12	D. Kovsky-Apap	Work with S. Peltier and PwC on stay, standing and fee review processes.	8.70
8/28/12	D. Kovsky-Apap	Review call notes for loan file.	1.10
8/28/12	L.S. Welwarth	New round of edits of memo re borrower harm; incorporated changes; redraft with track changes; completed appendix of cases reviewed; drafted list of factors for recommendation to PwC re borrower harm.	6.60
8/29/12	G. Apfel	Work with D. Kovsky and S. Peltier on sharepoint logging process.	1.00
8/29/12	G. Apfel	Meeting with PwC re loan review process.	2.50
8/29/12	G. Apfel	Work on legal review process.	1.80
8/29/12	J. VandeWyngearde	Continue work with S. Peltier and PwC on stay, standing and fee review process.	4.30
8/29/12	J. VandeWyngearde	Train primary reviewers on review processes.	3.90

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Date	Name	Services	Time
8/29/12	Andrea M. de Vries	Participate in training for legal review process.	3.90
8/29/12	A.L. Harris	Participate in training for legal review process.	3.90
8/29/12	A.L. Harris	Review materials for legal review process training.	0.50
8/29/12	C.B. Holtzman	Participate in training for legal review process.	3.90
8/29/12	D. Kovsky-Apap	Train primary reviewers on review processes.	3.90
8/29/12	D. Kovsky-Apap	Work with G. Apfel, J. VandeWyngearde, S. Peltier and PwC on review processes.	4.00
8/29/12	A. Mavraganis	Participate in training for legal review process.	3.90
8/29/12	A. Mavraganis	Prepare for training for legal review process by reviewing materials package.	1.40
8/29/12	A.J.P.R. Rhee	Participate in training for purposes of legal review.	2.50
8/29/12	R.R. Tooley	Participate in training for legal review process.	3.90
8/29/12	R.R. Tooley	Prepare for training for legal review process by reviewing materials package.	2.00
8/29/12	L.S. Welwarth	Reviewed checklist for "impermissible fees" legal review in anticipation of loan review training.	0.20
8/29/12	L.S. Welwarth	Participated in loan review training with K. Kovsky.	3.90
8/30/12	G. Apfel	Work on legal review process;	1.90
8/30/12	G. Apfel	Work on borrower harm issue.	0.70
8/30/12	G. Apfel	Review loan files;	0.80
8/30/12	J. VandeWyngearde	Train primary reviewers on review process.	2.30
8/30/12	J. VandeWyngearde	Meeting with initial reviewers.	0.50
8/30/12	Andrea M. de Vries	Participate in training for legal review process.	2.30
8/30/12	C.B. Holtzman	Participate in training for legal review process.	2.30
8/30/12	D. Kovsky-Apap	Train primary reviewers on review processes.	2.30
8/30/12	D. Kovsky-Apap	Respond to question from C. Chun re fees observations.	0.10
8/30/12	D. Kovsky-Apap	Review and revise Q&A from training session.	0.20
8/30/12	A. Mavraganis	Participate in legal review process.	2.00
8/30/12	A. Mavraganis	Review checklists and training materials to prepare for training session.	1.10
8/30/12	A.J.P.R. Rhee	Participate in training for purposes of legal review.	2.00
8/30/12	L.S. Welwarth	Participated in foreclosure look back review training with D. Kovsky.	2.30
8/31/12	G. Apfel	Participate in IFR subcommittee call.	0.50
8/31/12	G. Apfel	Work on legal review process;	0.80
8/31/12	G. Apfel	Work on Pepper Retention Application.	1.20
8/31/12	C.B. Holtzman	Review sharepoint and powerpoint slides for training.	1.30

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<u>Date</u>	<u>Name</u>	<u>Services</u>	<u>Time</u>
8/31/12	D. Kovsky-Apap	Review and respond to questions from C. Chun re fees review.	0.30
8/31/12	D. Kovsky-Apap	Correspondence with J. VandeWyngearde and G. Apfel re reviewer questions.	0.20
8/31/12	D. Kovsky-Apap	Participate in IFR bankruptcy subcommittee call.	1.00
8/31/12	D. Kovsky-Apap	Correspondence with J. Newton and G. Apfel re retention applications.	0.20

TOTAL CHARGEABLE HOURS 467.80

TOTAL FEES \$222,261.00

Meals

<u>Date</u>	<u>Code</u>	<u>Description</u>	<u>Units</u>	<u>Cost</u>	<u>Value</u>
08/02/12	CON1	Meals - FOUR SEASONS HOTEL PHILA. G. APFEL 6/3/12 IN ROOM DINING \$13.89; 6/4/12 IN ROOM DINING \$6.48; 6/5/12 IN ROOM DINING \$41.58; 6/6/12 IN ROOM DINING 6.48	1	68.43	68.43
08/02/12	CON1	Meals - FOUR SEASONS HOTEL PHILA. G. APFEL 6/11/12 IN ROOM DINING \$91.53; 6/12 IN ROOM DINING \$11.88; 6/13 IN ROOM DINING \$33.66.	1	137.07	137.07
08/03/12	CON1	Meals - DEBORAH KOVSKY-APAP - PEPPER HAMILTON CAFE 7/17/12	1	1.35	1.35
08/03/12	CON1	Meals - DEBORAH KOVSKY-APAP - LUNCH 7/25/12	1	5.06	5.06
08/03/12	CON1	Meals - FOUR SEASONS HOTEL PHILA. G. APFEL 6/25/12 ROOM SERVICE DINNER \$51.30; 6/26 ROOM SERVICE BREAKFAST \$19.05; 6/26 IN ROOM DINING \$29.16; 6/27 IN ROOM DINING \$33.66	1	133.17	133.17
08/07/12	CON1	Meals - GARY APFEL - TRAVEL EXPENSES FOR 7/30/12 - 8/2/12 - DINNER PUBLIC HOUSE, PHILA 7/30/12	1	52.68	52.68

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<u>Date</u>	<u>Code</u>	<u>Description</u>	<u>Units</u>	<u>Cost</u>	<u>Value</u>
08/13/12	CON1	Meals - DEBORAH KOVSKY-APAP - TRAVEL EXPENSES RELATED TO 7/31/12 TRIP TO PHILA - LUNCH 7/31/12 - MAMA'S VEGETARIAN REST, PHILA	1	16.50	16.50
08/13/12	CON1	BEVERAGES - GARY APFEL - TRAVEL EXPENSES 8/6-9/12 - DINNER ZAMA RESTAURANT, PHILA 8/7/12	1	62.25	62.25
08/13/12	CON1	Meals - GARY APFEL - TRAVEL EXPENSES FOR 8/6-9/12 - DINNER FRIDAY'S, DFW AIRPORT 8/9/12	1	19.69	19.69
08/13/12	CON1	Meals - GARY APFEL - TRAVEL EXPENSES FOR 8/6-9/12 - LUNCH CORNER BISTRO PHILA 8/7/12	1	14.72	14.72
08/13/12	CON1	Meals - GARY APFEL - TRAVEL EXPENSES FOR 8/6-9/12 - DINNER PUBLIC HOUSE PHILA 8/6/12	1	33.36	33.36
08/13/12	CON1	Meals - DEBORAH KOVSKY-APAP - TRAVEL EXPENSES RELATED TO 7/31/12 TRIP TO PHILA - BEVERAGE AT PHILA AIRPORT 7/31/12	1	2.19	2.19
08/17/12	CON1	Meals - DEBORAH KOVSKY-APAP - TRAVEL EXPENSES RELATING TO 8/7-9/12 TRAVEL TO PHILADELPHIA - DINNER AT MAMA'S VEGETARIAN REST PHILA 8/7/12	1	25.00	25.00
08/17/12	CON1	Meals - DEBORAH KOVSKY-APAP - TRAVEL EXPENSES RELATING TO 8/7-9/12 TRAVEL TO PHILADELPHIA - SNACK / COFFEE CROSSINGS CAFE PHILA 8/7/12	1	4.11	4.11
08/17/12	CON1	Meals - DEBORAH KOVSKY-APAP - TRAVEL EXPENSES RELATING TO 8/7-9/12 TRAVEL TO PHILADELPHIA - LUNCH CORNER BISTRO, PHILA 8/7/12	1	12.30	12.30

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<u>Date</u>	<u>Code</u>	<u>Description</u>	<u>Units</u>	<u>Cost</u>	<u>Value</u>
08/17/12	CON1	Meals - DEBORAH KOVSKY-APAP - TRAVEL EXPENSES RELATING TO 8/7-9/12 TRAVEL TO PHILADELPHIA - DINNER 8/8/12 AT MAMA'S VEGETARIAN REST PHILA	1	6.00	6.00
08/17/12	CON1	Meals - DEBORAH KOVSKY-APAP - TRAVEL EXPENSES RELATING TO 8/7-9/12 TRAVEL TO PHILADELPHIA - DINNER AT CIBO EXPRESS GOURMET PHILA 8/9/12	1	12.27	12.27
08/17/12	CON1	Meals - DEBORAH KOVSKY-APAP - TRAVEL EXPENSES RELATING TO 8/7-9/12 TRAVEL TO PHILADELPHIA - SNACK AT PARADIES SHOPS PHILA AIRPORT 8/9/12	1	3.28	3.28
08/17/12	CON1	Meals - DEBORAH KOVSKY-APAP - TRAVEL EXPENSES RELATING TO 8/7-9/12 TRAVEL TO PHILADELPHIA - COFFEE PHILA 8/7/12	1	1.79	1.79
08/20/12	CON1	Meals - DEBORAH KOVSKY-APAP - TRAVEL EXPENSES RELATING TO 8/14/12 - 8/16/12 TRAVEL TO PHILADELPHIA - MEAL MAMA'S VEGETARIAN RESTAURANT, PHILA 8/14/12	1	6.00	6.00
08/20/12	CON1	Meals - DEBORAH KOVSKY-APAP - TRAVEL EXPENSES RELATING TO 8/14/12 - 8/16/12 TRAVEL TO PHILADELPHIA - SNACK STARBUCKS, DETROIT AIRPORT 8/14/12	1	3.76	3.76
08/20/12	CON1	Meals - DEBORAH KOVSKY-APAP - TRAVEL EXPENSES RELATING TO 8/14/12 - 8/16/12 TRAVEL TO PHILADELPHIA - MEAL MAMA'S VEGETARIAN REST, PHILA 8/15/12	1	6.00	6.00

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<u>Date</u>	<u>Code</u>	<u>Description</u>	<u>Units</u>	<u>Cost</u>	<u>Value</u>
08/20/12	CON1	Meals - DEBORAH KOVSKY-APAP - TRAVEL EXPENSES RELATING TO 8/14/12 - 8/16/12 TRAVEL TO PHILADELPHIA - DINNER SU XING HOUSE, PHILA 8/15/12	1	17.64	17.64
08/20/12	CON1	Meals - DEBORAH KOVSKY-APAP - TRAVEL EXPENSES RELATING TO 8/14/12 - 8/16/12 TRAVEL TO PHILADELPHIA - LUNCH BODEGA, PHILA 8/15/12	1	7.33	7.33
08/20/12	CON1	Meals - DEBORAH KOVSKY-APAP - TRAVEL EXPENSES RELATING TO 8/14/12 - 8/16/12 TRAVEL TO PHILADELPHIA - LUNCH BODEGA, PHILA 8/16/12	1	4.14	4.14
08/20/12	CON1	Meals - DEBORAH KOVSKY-APAP - TRAVEL EXPENSES RELATING TO 8/14/12 - 8/16/12 TRAVEL TO PHILADELPHIA - DINNER CIBO EXPRESS GOURMET MARKET, PHILA 8/16/12	1	13.68	13.68
08/20/12	CON1	Meals - DEBORAH KOVSKY-APAP - TRAVEL EXPENSES RELATING TO 8/14/12 - 8/16/12 TRAVEL TO PHILADELPHIA - MEAL AU BON PAIN, PHILA 8/16/12	1	6.66	6.66
08/20/12	CON1	Meals - DEBORAH KOVSKY-APAP - TRAVEL EXPENSES RELATING TO 8/14/12 - 8/16/12 TRAVEL TO PHILADELPHIA - DINNER SU XING HOUSE, PHILA 8/14/12	1	19.04	19.04
08/20/12	CON1	Meals - GARY APFEL - TRAVEL EXPENSES FOR 8/14-16/12 - DINNER FUJI MOUNTAIN PHILA 8/14/12	1	52.28	52.28
SubTotal For: Meals					\$747.75

Court Liaison Card Fees

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08/08/12	FEE10	PACER	1	156.20	156.20
08/22/12	FEE10	PACER	1	101.50	101.50
08/22/12	FEE10	PACER	1	121.60	121.60
08/22/12	FEE10	PACER	1	4.90	4.90
08/22/12	FEE10	PACER	1	38.70	38.70
SubTotal For: Court Liaison Card Fees					\$422.90

Travel Expense

<u>Date</u>	<u>Code</u>	<u>Description</u>	<u>Units</u>	<u>Cost</u>	<u>Value</u>
08/02/12	TRV1	Travel Expense - FOUR SEASONS HOTEL PHILA. D. KOVSKY-APAP 6/4-6/5/12 LODGING	1	564.48	564.48
08/02/12	TRV1	Travel Expense - FOUR SEASONS HOTEL PHILA. G. APFEL 6/11-12/12 LODGING	1	594.48	594.48
08/02/12	TRV1	Travel Expense - FOUR SEASONS HOTEL PHILA. D. KOVSKY-APAP 6/12-13/12 LODGING	1	564.48	564.48
08/02/12	TRV1	Travel Expense - FOUR SEASONS HOTEL PHILA. G. APFEL 6/3-5/12 LODGING	1	940.72	940.72
08/03/12	TRV1	Travel Expense - FOUR SEASONS HOTEL PHILA. G. APFEL 6/25 & 6/26/12 LODGING	1	943.00	943.00
08/03/12	TRV1	Travel Expense - FOUR SEASONS HOTEL PHILA. D. KOVSKYAPAP 6/18-20/12 LODGING	1	846.72	846.72
08/03/12	TRV1	Travel Expense - DEBORAH KOVSKY- APAP - ALAMO CAR RENTAL 7/25/12	1	183.82	183.82
08/03/12	TRV1	Travel Expense - DEBORAH KOVSKY- APAP - ROUNDTrip AIRFARE DELTA AIRLINES DETROIT TO PHILADELPHIA 7/27 -7 /31/12	1	768.60	768.60

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08/07/12	TRV1	Travel Expense - GARY APFEL - TRAVEL EXPENSES FOR 7/30/12 - 8/2/12 - CAB FROM LAX TO HOME 8/2/12	1	29.00	29.00
08/07/12	TRV1	Travel Expense - GARY APFEL - TRAVEL EXPENSES FOR 7/30/12 - 8/2/12 - CAB FROM AIRPORT TO HOTEL IN PHILA 7/30/12	1	35.40	35.40
08/07/12	TRV1	Travel Expense - GARY APFEL - TRAVEL EXPENSES FOR 7/30/12 - 8/2/12 - CAB FROM HOME TO LAX 7/30/12	1	28.50	28.50
08/13/12	TRV1	Travel Expense - DEBORAH KOVSKY-APAP - DELTA AIRFARE FOR 8/7/12 - 8/9/12 TRAVEL TO PHILADELPHIA	1	297.60	297.60
08/13/12	TRV1	Travel Expense - DEBORAH KOVSKY-APAP - TRAVEL EXPENSES RELATED TO 7/31/12 TRIP TO PHILA - AIRPORT PARKING 7/31/12	1	20.00	20.00
08/13/12	TRV1	Travel Expense - DEBORAH KOVSKY-APAP - TRAVEL EXPENSES RELATED TO 7/31/12 TRIP TO PHILA - CAB IN PHILA. 7/31/12	1	36.50	36.50
08/13/12	TRV1	Travel Expense - DEBORAH KOVSKY-APAP - TRAVEL EXPENSES RELATED TO 7/31/12 TRIP TO PHILA - CAB IN PHILA. 7/31/12	1	35.40	35.40
08/13/12	TRV1	Travel Expense - DEBORAH KOVSKY-APAP - TRAVEL EXPENSES RELATED TO 7/31/12 TRIP TO PHILA - ROUNDTrip MILEAGE - HOME TO AIRPORT	1	26.48	26.48
08/13/12	TRV1	Travel Expense - GARY APFEL - TRAVEL EXPENSES FOR 8/6-9/12 - CAB 8/9/12 (LAX TO HOME)	1	55.00	55.00
08/13/12	TRV1	Travel Expense - GARY APFEL - TRAVEL EXPENSES FOR 8/6-9/12 - CAB 8/6/12 (HOME TO LAX)	1	58.00	58.00

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08/13/12	TRV1	Travel Expense - GARY APFEL - TRAVEL EXPENSES FOR 8/6-9/12 - CAB 8/6/12 (AIRPORT TO HOTEL IN PHILA)	1	37.50	37.50
08/17/12	TRV1	Travel Expense - DEBORAH KOVSKY- APAP - TRAVEL EXPENSES RELATING TO 8/7-9/12 TRAVEL TO PHILADELPHIA - DETROIT AIRPORT PARKING	1	60.00	60.00
08/17/12	TRV1	Travel Expense - DEBORAH KOVSKY- APAP - DELTA AIRFARE ROUNDTRIP DETROIT TO PHILADELPHIA 8/14-16/12	1	1,239.00	1,239.00
08/17/12	TRV1	Travel Expense - DEBORAH KOVSKY- APAP - TRAVEL EXPENSES RELATING TO 8/7-9/12 TRAVEL TO PHILADELPHIA - CAR RENTAL 8/7-9/12	1	284.32	284.32
08/17/12	TRV1	Travel Expense - DEBORAH KOVSKY- APAP - TRAVEL EXPENSES RELATING TO 8/7-9/12 TRAVEL TO PHILADELPHIA - ROUNDTRIP MILEAGE HOME TO AIRPORT	1	26.48	26.48
08/17/12	TRV1	Travel Expense - DEBORAH KOVSKY- APAP - TRAVEL EXPENSES RELATING TO 8/7-9/12 TRAVEL TO PHILADELPHIA - HOTEL PARKING	1	49.00	49.00
08/20/12	TRV1	Travel Expense - DEBORAH KOVSKY- APAP - TRAVEL EXPENSES RELATING TO 8/14/12 - 8/16/12 TRAVEL TO PHILADELPHIA - DETROIT AIRPORT PARKING 8/16/12	1	60.00	60.00
08/20/12	TRV1	Travel Expense - DEBORAH KOVSKY- APAP - TRAVEL EXPENSES RELATING TO 8/14/12 - 8/16/12 TRAVEL TO PHILADELPHIA - CAB IN PHILADELPHIA 8/14/12	1	35.40	35.40
08/20/12	TRV1	Travel Expense - DEBORAH KOVSKY- APAP - TRAVEL EXPENSES RELATING TO 8/14/12 - 8/16/12 TRAVEL TO PHILADELPHIA - CAB IN PHILADELPHIA 8/16/12	1	36.62	36.62

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08/20/12	TRV1	Travel Expense - GARY APFEL - TRAVEL EXPENSES FOR 8/14-16/12 - CAB LAX TO HOME ON 8/16/12	1	58.00	58.00
08/20/12	TRV1	Travel Expense - DEBORAH KOVSKY- APAP - TRAVEL EXPENSES RELATING TO 8/14/12 - 8/16/12 TRAVEL TO PHILADELPHIA - ROUNDTRIP MILEAGE HOME TO AIRPORT	1	26.48	26.48
08/20/12	TRV1	Travel Expense - GARY APFEL - TRAVEL EXPENSES FOR 8/14-16/12 - CAB HOME TO LAX ON 8/14/12	1	56.00	56.00
08/23/12	TRV1	Travel Expense - GARY APFEL - 8/20/12 CAB FROM AIRPORT TO HOTEL IN PHILA	1	35.40	35.40
08/23/12	TRV1	Travel Expense - GARY APFEL - 8/22/12 FROM LAX TO HOME	1	58.00	58.00
08/23/12	TRV1	Travel Expense - GARY APFEL - 8/20/12 CAB FROM HOME TO LAX	1	56.00	56.00
08/24/12	TRV1	Travel Expense - DEBORAH KOVSKY- APAP - DELTA ROUNDTRIP AIRFARE DETROIT TO PHILADELPHIA 8/27-30/12	1	884.00	884.00
08/24/12	TRV1	Travel Expense - DEBORAH KOVSKY- APAP - DELTA ROUNDTRIP AIRFARE FOR DETROIT TO PHILADELPHIA - 8/20/12	1	874.00	874.00
08/24/12	TRV1	Travel Expense - DEBORAH KOVSKY- APAP - AIRFARE CHANGE FEE (RE: TRAVEL ON 8/22/12)	1	150.00	150.00

SubTotal For: Travel Expense

\$10,054.38

Travel Expense

<u>Date</u>	<u>Code</u>	<u>Description</u>	<u>Units</u>	<u>Cost</u>	<u>Value</u>
07/31/12	TRV2	APFEL 7/30-8/1/12 - AMERICAN AIRLINE AIRFARE - ROUNDTRIP LA TO PHILA.	1	325.05	325.05

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08/14/12	TRV2	APFEL 080112 - AMERICAN AIRLINES AIRFARE, PHILA TO LA	1	624.79	624.79
08/21/12	TRV2	KOVSKYAPAP 080912 - (CHANGE FEE)	1	50.00	50.00
08/21/12	TRV2	APFEL 080612 - AMERICAN AIRLINES AIRFARE - ROUNDTRIP LA TO PHILA	1	1,234.68	1,234.68
08/28/12	TRV2	APFEL 082012 - AMERICAN AIRLINES AIRFARE - ROUNDTRIP LA TO PHILA	1	1,204.20	1,204.20
08/28/12	TRV2	APFEL 081412 - AMERICAN AIRLINES AIRFARE - ROUNDTRIP LA TO PHILA	1	1,204.20	1,204.20
08/31/12	TRV2	VANDEWYNGEARDE 082812 - AMERICAN AIRLINES AIRFARE - ROUNDTRIP DETROIT TO PHILA	1	1,323.27	1,323.27
08/31/12	TRV2	APFEL 082712 - AMERICAN AIRLINES AIRFARE - ROUNDTRIP LA TO PHILA	1	1,159.20	1,159.20
08/31/12	TRV2	VANDEWYNGEARDE 082812 - (EXCHANGE AND ADMIN FEE FOR 8/28/12 TRAVEL)	1	171.00	171.00
SubTotal For: Travel Expense					\$7,296.39

Local Transportation

<u>Date</u>	<u>Code</u>	<u>Description</u>	<u>Units</u>	<u>Cost</u>	<u>Value</u>
08/15/12	TXI1	Local Transportation - BOSTON COACH G. APFEL 7/18/12 CAR SERVICE TO PHILA AIRPORT	1	46.66	46.66
SubTotal For: Local Transportation					\$46.66

TOTAL EXPENSES..... \$18,568.08

TOTAL AMOUNT DUE..... \$240,829.08

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The following is a summary of the time dedicated and the fees charged to this matter by the Firm's professional staff:

		Hours	Rate	Fee
G. Apfel	Partner	107.40	850.00	91,290.00
J. VandeWyngearde	Of Counsel	41.50	385.00	15,977.50
L.J. Casey	Contract Atty	5.10	470.00	2,397.00
Andrea M. de Vries	Associate	21.20	380.00	8,056.00
C.A. DiValentino	Associate	11.50	315.00	3,622.50
A.L. Harris	Associate	13.50	245.00	3,307.50
C.B. Holtzman	Associate	22.90	315.00	7,213.50
D. Kovsky-Apap	Associate	116.30	500.00	58,150.00
A. Mavraganis	Associate	19.90	245.00	4,875.50
A.J.P.R. Rhee	Associate	14.20	315.00	4,473.00
N.R. Smarr	Associate	11.40	315.00	3,591.00
R.R. Tooley	Associate	17.40	225.00	3,915.00
L.S. Welwarth	Associate	65.50	235.00	15,392.50
Total		<u>467.80</u>		<u>\$222,261.00</u>

Pepper Hamilton LLP
Attorneys at Law

Suite 1670
Wells Fargo Tower
333 South Grand Avenue
Los Angeles, CA 90071
213.943.3160

REMITTANCE PAGE

Invoice Number: 10775556
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Tammy Hamzehpour, General Counsel
GMAC Mortgage LLC
1100 Virginia Drive
Fort Washington, PA 19034

William B. Solomon, Jr., General Counsel
Ally Financial, Inc.
P.O. Box 200
200 Renaissance Center
Detroit, MI 48265-2000

RE: Foreclosure Look Back Review

FOR PROFESSIONAL SERVICES RENDERED from August 1, 2012 through August 31, 2012

Total Fees	\$222,261.00
Total Expenses and Services	\$18,568.08
Total Amount Due	\$240,829.08

PLEASE RETURN WITH REMITTANCE

To Wire Payment Wells Fargo Bank, Philadelphia, PA **ABA#** 121000248; **Acct#**: 2 0000 492 01 046
Swift# WFBIUS6S

PLEASE REFERENCE INVOICE NUMBER



Suite 1670
Wells Fargo Tower
333 South Grand Avenue
Los Angeles, CA 90071
213.293.3160

Invoice Number: 10775805
Client/Matter Number: 139697.00002
October 15, 2012

Tammy Hamzehpour, General Counsel
GMAC Mortgage LLC
1100 Virginia Drive
Fort Washington, PA 19034

William B. Solomon, Jr., General Counsel
Ally Financial, Inc.
P.O. Box 200
200 Renaissance Center
Detroit, MI 48265-2000

Requesting Attorney: Gary Apfel

Federal Identification No. 23-1433012

FOR PROFESSIONAL SERVICES RENDERED from September 1, 2012 through September 30, 2012
as follows:

RE: Foreclosure Look Back Review

Date	Name	Services	Time
9/1/12	D. Kovsky-Apap	Review revisions to retention documents and questions raised by Morrison & Foerster.	0.50
9/1/12	D. Kovsky-Apap	Correspondence with G. Apfel and D. Clarke re additional information needed for retention documents.	0.10
9/4/12	G. Apfel	Work on stay and fees legal review processes.	1.90
9/4/12	G. Apfel	Work on Pepper Hamilton and Hudson Cook retention applications.	2.60
9/4/12	G. Apfel	Work on stay review process.	1.10
9/4/12	G. Apfel	Review loan files.	1.80
9/4/12	J. VandeWyngearde	Exchange emails with D. Kovsky re initial reviewers questions.	0.20
9/4/12	J. VandeWyngearde	Review loan files.	2.90
9/4/12	J. VandeWyngearde	Review and analyze Pepper's status tracker for first ten loans and related email from S. Peltier.	0.10
9/4/12	Andrea M. de Vries	Review loan files.	2.90
9/4/12	C.A. DiValentino	Review loan files.	2.90
9/4/12	A.L. Harris	Review loan files.	2.90
9/4/12	C.B. Holtzman	Review loan files.	2.90

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Date	Name	Services	Time
9/4/12	D. Kovsky-Apap	Review loan files.	2.90
9/4/12	D. Kovsky-Apap	Work on retention applications and declarations.	2.10
9/4/12	D. Kovsky-Apap	Correspondence with J. Newton re disclosures in declaration.	0.10
9/4/12	D. Kovsky-Apap	Correspondence with G. Apfel re revisions to retention documents.	0.10
9/4/12	D. Kovsky-Apap	Review further revisions to retention documents.	0.10
9/4/12	D. Kovsky-Apap	Correspondence with G. Apfel re data transfer issues with PwC.	0.10
9/4/12	D. Kovsky-Apap	Email from G. Apfel re additional review question.	0.10
9/4/12	A. Mavraganis	Review loan files.	2.90
9/4/12	A.J.P.R. Rhee	Review loan files.	2.30
9/4/12	R.R. Tooley	Review loan files.	2.90
9/4/12	L.S. Welwarth	Review loan files.	2.90
9/5/12	G. Apfel	Work on retention application.	0.80
9/5/12	G. Apfel	Review loan files.	4.40
9/5/12	R. Hertzberg	Review revised declaration and emails with D. Kovsky re same.	0.50
9/5/12	J. VandeWyngearde	Loan review.	5.50
9/5/12	Andrea M. de Vries	Review loan files.	5.50
9/5/12	C.A. DiValentino	Review loan files.	5.50
9/5/12	C.B. Holtzman	Review loan files.	5.50
9/5/12	D. Kovsky-Apap	Work with S. Peltier on revisions to review process.	1.50
9/5/12	D. Kovsky-Apap	Review loan files.	5.50
9/5/12	D. Kovsky-Apap	Telephone conference with C. Chun and G. Apfel re revisions to fees review process.	0.20
9/5/12	A. Mavraganis	Review loan files.	5.50
9/5/12	A.J.P.R. Rhee	Review loan files.	5.50
9/5/12	R.R. Tooley	Review loan files.	5.50
9/5/12	L.S. Welwarth	Review loan files.	5.50
9/5/12	L.S. Welwarth	Research re exempt property in bankruptcy filing; borrower harm, responsibilities of creditor with respect to third party purchaser of invalid foreclosure sale; standing orders with respect to acts not considered stay violations	2.00
9/6/12	G. Apfel	Review loan files.	3.10
9/6/12	G. Apfel	Work on loan review process.	1.30
9/6/12	G. Apfel	Research on automatic payments.	0.80
9/6/12	G. Apfel	Conference call with PwC and Hudson Cook re standing review process.	0.40

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Date	Name	Services	Time
9/6/12	J. VandeWyngearde	Email to Pepper team re Pacer registration.	0.20
9/6/12	J. VandeWyngearde	Loan review.	2.20
9/6/12	J. VandeWyngearde	Review draft bankruptcy stay period activity classification chart.	0.20
9/6/12	Andrea M. de Vries	Review loan files.	2.20
9/6/12	C.A. DiValentino	Review loan files.	2.20
9/6/12	C.B. Holtzman	Review loan files.	2.20
9/6/12	D. Kovsky-Apap	Review loan files.	2.20
9/6/12	D. Kovsky-Apap	Work on retention applications.	0.30
9/6/12	D. Kovsky-Apap	Correspondence with J. Newton re retention applications.	0.10
9/6/12	D. Kovsky-Apap	Telephone conference with G. Apfel re standing review process.	0.20
9/6/12	D. Kovsky-Apap	Draft summary of revised standing review process and open issues.	0.40
9/6/12	D. Kovsky-Apap	Work on issue of jurisdictions with standing orders affecting automatic stay.	0.10
9/6/12	D. Kovsky-Apap	Review standing orders and local rules re loan modifications and the automatic stay.	0.80
9/6/12	D. Kovsky-Apap	Correspondence with N. Meliti and S. Peltier re loan review.	0.20
9/6/12	D. Kovsky-Apap	Correspondence with PwC and S. Peltier re data exchange and additional review questions.	0.40
9/6/12	D. Kovsky-Apap	Work on revisions to review process checklist.	1.50
9/6/12	A. Mavraganis	Review loan files.	2.20
9/6/12	A.J.P.R. Rhee	Review loan files.	2.20
9/6/12	R.R. Tooley	Review loan files.	2.20
9/6/12	L.S. Welwarth	Review loan files.	2.20
9/6/12	L.S. Welwarth	Research re implications of void foreclosure sale during automatic stay period and creditor's responsibility to third party purchaser; research re jurisdictions with standing orders and other provisions relating to actions permitted without need to file relief from stay motion	2.50
9/7/12	G. Apfel	Work on standing review process.	1.80
9/7/12	G. Apfel	Work on retention application.	1.30
9/7/12	G. Apfel	Participate in IFR subcommittee call.	0.50
9/7/12	G. Apfel	Research on escrow accounts.	1.10
9/7/12	J. VandeWyngearde	Exchange emails with D. Kovsky re effective date of conversion of case.	0.20

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Date	Name	Services	Time
9/7/12	J. VandeWyngearde	Review and analyze updated tracker docket and data for new loans.	0.20
9/7/12	J. VandeWyngearde	Review and analyze emails between D. Kovsky and N. Meliti re J. Molina loan review.	0.20
9/7/12	D. Kovsky-Apap	Participate on IFR subcommittee call.	0.90
9/7/12	D. Kovsky-Apap	Perform legal research re open issues raised in review process and on IFR call.	1.20
9/7/12	D. Kovsky-Apap	Review email from J. Newton re retention documents.	0.10
9/7/12	D. Kovsky-Apap	Review standing orders and chart summarizing same.	0.80
9/7/12	D. Kovsky-Apap	Office conference with L. Welwarth re standing orders.	0.10
9/7/12	D. Kovsky-Apap	Perform legal research on issues affecting stay review checklist and work on revisions to checklist.	2.80
9/7/12	L.S. Welwarth	Created chart for jurisdictions that have standing orders or local rules pertaining to actions permitted without creditor's need to file motion for relief from stay.	5.10
9/7/12	J. Williford-Sosnowsky	Administrative services for J. VandeWyngearde: Register attorneys working on GMAC loan review for PACER access.	1.00
9/10/12	G. Apfel	Work on retention application.	0.50
9/10/12	G. Apfel	Work on standing review process.	1.30
9/10/12	G. Apfel	Work on borrower harm analysis.	1.00
9/10/12	G. Apfel	Work on legal review process.	1.40
9/10/12	G. Apfel	Review loan files.	1.10
9/10/12	R. Hertzberg	Telephone call with G. Apfel re issues on declaration.	0.20
9/10/12	J. VandeWyngearde	Review loan files.	4.20
9/10/12	Andrea M. de Vries	Review loan files.	4.70
9/10/12	C.A. DiValentino	Review loan files.	5.00
9/10/12	A.L. Harris	Review loan files.	4.70
9/10/12	C.B. Holtzman	Review loan files.	4.70
9/10/12	D. Kovsky-Apap	Review loan files.	4.70
9/10/12	D. Kovsky-Apap	Review logging form and compare with review questions in SharePoint.	0.50
9/10/12	D. Kovsky-Apap	Work on revisions to stay review process.	0.50
9/10/12	D. Kovsky-Apap	Perform legal research re impact on stay of surrender and/or abandonment of property.	1.30

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Date	Name	Services	Time
9/10/12	D. Kovsky-Apap	Prepare agenda for meeting with PwC.	0.40
9/10/12	A. Mavraganis	Review loan files.	4.30
9/10/12	A.J.P.R. Rhee	Review loan files.	4.70
9/10/12	R.R. Tooley	Review loan files.	4.70
9/10/12	L.S. Welwarth	Reviewed loan files.	4.70
9/10/12	L.S. Welwarth	Compiled additional jurisdictions with standing orders and local rules that reflect actions creditor may take without filing relief from stay.	3.90
9/11/12	G. Apfel	Meeting with PwC to work on loan review process.	4.50
9/11/12	G. Apfel	Work on standing review process.	1.10
9/11/12	G. Apfel	Review loan files.	3.80
9/11/12	J. VandeWyngearde	Review loan files.	2.50
9/11/12	Andrea M. de Vries	Review loan files.	5.60
9/11/12	C.B. Holtzman	Review loan files.	4.50
9/11/12	D. Kovsky-Apap	Work with PwC on loan processes.	4.30
9/11/12	D. Kovsky-Apap	Review loan files.	3.60
9/11/12	D. Kovsky-Apap	Work on retention documents.	0.50
9/11/12	A. Mavraganis	Review loan files.	4.50
9/11/12	A.J.P.R. Rhee	Review loan files.	3.80
9/11/12	R.R. Tooley	Review loan files.	4.50
9/11/12	L.S. Welwarth	Research re recordation of deed as exception to violation of automatic stay under 362(b)(3) and whether recordation of deed reflects perfection of property interest.	0.90
9/11/12	L.S. Welwarth	Review loan files.	2.00
9/11/12	L.S. Welwarth	Chart re standing orders/local rules w/r/t actions permitted without relief from stay.	0.90
9/12/12	G. Apfel	Work on loan review process.	0.80
9/12/12	G. Apfel	Meeting with GMAC and PwC re review process.	1.50
9/12/12	G. Apfel	Research on bankruptcy look back rule.	1.30
9/12/12	G. Apfel	Review loan files.	2.10
9/12/12	R. Hertzberg	Review revised declaration.	0.20
9/12/12	R. Hertzberg	Review revised application.	0.40
9/12/12	R. Hertzberg	Telephone call with D. Kovsky re retention application and email approving for filing.	0.30
9/12/12	A.L. Harris	Review loan files.	1.80
9/12/12	D. Kovsky-Apap	Work on loan review processes and revisions to review tool.	1.70
9/12/12	D. Kovsky-Apap	Prepare for and participate in meeting with GMAC re status of review process.	2.40

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Date	Name	Services	Time
9/12/12	A. Mavraganis	Review loan files.	2.70
9/12/12	A.J.P.R. Rhee	Review loan files.	1.20
9/12/12	L.S. Welwarth	Researched effective dates for standing orders/local rules re actions permitted without relief of stay.	1.45
9/13/12	G. Apfel	Work on loan review process.	0.90
9/13/12	G. Apfel	Work on legal review process.	1.20
9/13/12	J. VandeWyngearde	Loan review work.	1.30
9/13/12	J. VandeWyngearde	Review and analyze Bankruptcy Review Process Flow.	0.80
9/13/12	E.L. Coccia	Telephone conference with D. Kovsky regarding process for review and purpose of engagement.	0.70
9/13/12	E.L. Coccia	Review of underlying training materials and review outline/checklist.	1.70
9/13/12	D. Kovsky-Apap	Telephone conference with E. Coccia re loan review process.	0.70
9/13/12	D. Kovsky-Apap	Correspondence with K. Mikell re observations reporting.	0.10
9/13/12	D. Kovsky-Apap	Review loan files.	3.60
9/13/12	A.J.P.R. Rhee	Review loan files.	1.90
9/13/12	R.R. Tooley	Review loan files.	4.00
9/13/12	L.S. Welwarth	Reviewed loan files.	7.60
9/14/12	G. Apfel	Participate in IFR subcommittee call.	0.50
9/14/12	G. Apfel	Work on legal review process.	1.10
9/14/12	A.L. Harris	Review loan files.	2.20
9/14/12	C.B. Holtzman	Review loan files.	2.00
9/14/12	D. Kovsky-Apap	Review loan files.	3.70
9/14/12	D. Kovsky-Apap	Update status tracker for handoff of loans to PwC.	0.20
9/14/12	D. Kovsky-Apap	Review memo from IFR sub-committee re remediation framework.	0.20
9/14/12	D. Kovsky-Apap	Email to G. Apfel re remediation framework.	0.10
9/14/12	L.S. Welwarth	Review loan files.	4.00
9/15/12	C.B. Holtzman	Review loan files.	2.20
9/16/12	D. Kovsky-Apap	Review and revise draft borrower harm memo.	0.50
9/17/12	G. Apfel	Work on borrower harm analysis.	3.80
9/17/12	J. VandeWyngearde	Review and analyze emails between D. Kovsky and K. Mikell re handoff.	0.10
9/17/12	J. VandeWyngearde	Loan review.	0.50
9/17/12	E.L. Coccia	Review loan files.	0.90
9/17/12	Andrea M. de Vries	Review loan files.	4.80
9/17/12	A.L. Harris	Review loan files.	5.10

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Date	Name	Services	Time
9/17/12	A. Mavraganis	Review loan files.	4.10
9/18/12	Andrea M. de Vries	Review loan files.	5.20
9/18/12	A.L. Harris	Review loan files.	2.10
9/18/12	C.B. Holtzman	Review loan files.	4.40
9/18/12	A. Mavraganis	Review loan files.	4.70
9/18/12	R.R. Tooley	Review loan files.	3.00
9/19/12	G. Apfel	Work on legal review process.	1.30
9/19/12	G. Apfel	Work on standing review process.	1.10
9/19/12	J. VandeWyngearde	Review and analyze current version of questions set and related email from K. Mikell.	0.30
9/19/12	E.L. Coccia	Review loan files.	0.60
9/19/12	Andrea M. de Vries	Review loan files.	4.90
9/19/12	C.B. Holtzman	Review loan files.	5.20
9/19/12	D. Kovsky-Apap	Review loan files.	4.90
9/19/12	D. Kovsky-Apap	Correspondence with K. Mikell re partner-level review of first handoff of loan files.	0.10
9/19/12	D. Kovsky-Apap	Review Committee's omnibus objection to retention applications.	0.40
9/19/12	D. Kovsky-Apap	Review and revise chart tracking standing orders and local rules affecting automatic stay.	0.80
9/19/12	R.R. Tooley	Review loan files.	4.50
9/20/12	G. Apfel	Work on borrower harm memo.	2.90
9/20/12	G. Apfel	Work on stay review process.	0.70
9/20/12	G. Apfel	Work on fee review process.	0.80
9/20/12	R. Hertzberg	Review objection by committee to employment and telephone call with D. Kovsky re same.	0.60
9/20/12	E.L. Coccia	Review loan files.	8.70
9/20/12	Andrea M. de Vries	Review loan files.	6.30
9/20/12	C.A. DiValentino	Review loan files.	1.50
9/20/12	C.B. Holtzman	Review loan files.	6.80
9/20/12	D. Kovsky-Apap	Review loan files.	8.80
9/20/12	D. Kovsky-Apap	Provide additional training to new reviewer.	0.40
9/20/12	D. Kovsky-Apap	Review question set and determine further required revisions.	0.40
9/20/12	D. Kovsky-Apap	Telephone conference with G. Apfel re escrow testing.	0.20
9/20/12	A.J.P.R. Rhee	Review loan files.	0.90
9/20/12	R.R. Tooley	Review loan files.	4.00
9/20/12	L.S. Welwarth	Review loan files.	1.20
9/21/12	G. Apfel	Conference call with PwC re loan review process.	0.80

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Date	Name	Services	Time
9/21/12	G. Apfel	Participate in IFR subcommittee call.	0.50
9/21/12	G. Apfel	Review loan files.	2.30
9/21/12	G. Apfel	Research on escrow payments.	1.10
9/21/12	E.L. Coccia	Review loan files.	7.30
9/21/12	Andrea M. de Vries	Review loan files.	7.50
9/21/12	C.A. DiValentino	Review loan files.	7.70
9/21/12	A.L. Harris	Review loan files.	4.30
9/21/12	C.B. Holtzman	Review loan files.	5.20
9/21/12	D. Kovsky-Apap	Review loan files.	2.70
9/21/12	D. Kovsky-Apap	Telephone conference with K. Mikell and G. Apfel re observations reporting.	0.40
9/21/12	D. Kovsky-Apap	Email to E. Coccia re fees review.	0.10
9/21/12	D. Kovsky-Apap	Review revised draft remediation framework and minutes of prior calls in preparation for IFR subcommittee call.	0.60
9/21/12	D. Kovsky-Apap	Participate in IFR sub-committee call.	0.90
9/21/12	D. Kovsky-Apap	Email to C. Chun re escrow testing.	0.10
9/21/12	A. Mavraganis	Review loan files.	2.20
9/21/12	A.J.P.R. Rhee	Review loan files.	2.30
9/21/12	R.R. Tooley	Review loan files.	7.50
9/21/12	L.S. Welwarth	Review loan files.	2.20
9/22/12	C.B. Holtzman	Review loan files.	1.00
9/22/12	D. Kovsky-Apap	Review loan files.	2.10
9/23/12	D. Kovsky-Apap	Review loan files.	1.80
9/23/12	D. Kovsky-Apap	Correspondence with G. Apfel, N. Meliti and A. Kelly re cases filed in error.	0.10
9/23/12	D. Kovsky-Apap	Correspondence with G. Apfel, N. Meliti and A. Kelly re loan files without relevant social security numbers.	0.10
9/24/12	G. Apfel	Work on loan review process.	0.90
9/24/12	G. Apfel	Work on legal review process.	1.10
9/24/12	G. Apfel	Review loan files.	3.10
9/24/12	G. Apfel	Work on remediation of borrower harm.	0.80
9/24/12	D. Kovsky-Apap	Work on revisions to review questions.	1.10
9/24/12	D. Kovsky-Apap	Correspondence with J. Basin and N. Meliti re case mapping.	0.20
9/24/12	D. Kovsky-Apap	Telephone conference with G. Apfel re final level review of loans, discussions with regulators and other open issues.	0.40

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Date	Name	Services	Time
9/24/12	D. Kovsky-Apap	Receive and review notice of adjournment of hearing on retention applications.	0.10
9/24/12	D. Kovsky-Apap	Review discovery requests from Committee.	0.30
9/24/12	D. Kovsky-Apap	Review loan files.	2.90
9/24/12	L.S. Welwarth	Review loan files.	0.60
9/25/12	G. Apfel	Participate in IFR subcommittee call.	0.50
9/25/12	G. Apfel	Work on borrower harm memo.	2.60
9/25/12	E.L. Coccia	Conference with D. Kovsky regarding various issues with review process and applicable law.	1.00
9/25/12	Andrea M. de Vries	Review loan files.	4.20
9/25/12	A.L. Harris	Review loan files.	0.90
9/25/12	C.B. Holtzman	Review loan files.	3.80
9/25/12	D. Kovsky-Apap	Telephone conference with E. Coccia re review process.	0.60
9/25/12	D. Kovsky-Apap	Telephone conference with A. Kelly re stay violation evidence.	0.30
9/25/12	D. Kovsky-Apap	Answer reviewers' questions re loan files.	0.20
9/25/12	D. Kovsky-Apap	Participate in IFR sub-committee call.	1.00
9/25/12	D. Kovsky-Apap	Review updated case mapping from J. Basin.	0.10
9/25/12	D. Kovsky-Apap	Review loan files.	1.70
9/25/12	D. Kovsky-Apap	Address review data issues with S. Peltier.	0.70
9/25/12	A.J.P.R. Rhee	Review loan files.	2.90
9/25/12	R.R. Tooley	Review loan files.	4.00
9/25/12	L.S. Welwarth	Review loan files.	3.00
9/26/12	G. Apfel	Work on loan review process.	1.30
9/26/12	G. Apfel	Review loan files.	3.10
9/26/12	Andrea M. de Vries	Review loan files.	4.50
9/26/12	A.L. Harris	Review loan files.	1.10
9/26/12	C.B. Holtzman	Review loan files.	4.10
9/26/12	D. Kovsky-Apap	Work on loan files.	0.80
9/26/12	A. Mavraganis	Review loan files.	3.10
9/26/12	R.R. Tooley	Review loan files.	2.00
9/27/12	G. Apfel	Review loan files.	2.80
9/27/12	G. Apfel	Work on legal review process.	1.10
9/27/12	G. Apfel	Research re property preservation actions.	0.60
9/27/12	G. Apfel	Work on escrow issues.	0.80
9/27/12	J. VandeWyngearde	Loan review.	3.70
9/27/12	E.L. Coccia	Review loan files.	4.10
9/27/12	Andrea M. de Vries	Review loan files.	4.70

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Date	Name	Services	Time
9/27/12	C.A. DiValentino	Review loan files.	5.90
9/27/12	A.L. Harris	Review loan files.	3.90
9/27/12	C.B. Holtzman	Review loan files.	5.90
9/27/12	D. Kovsky-Apap	Review call notes for potential stay violations with primary reviewers.	3.90
9/27/12	D. Kovsky-Apap	Follow up with G. Apfel re stay review.	0.30
9/27/12	D. Kovsky-Apap	Review results of research on loan review issue.	0.20
9/27/12	D. Kovsky-Apap	Answer questions from reviewers re issues arising in loan reviews.	0.30
9/27/12	A. Mavraganis	Review loan files.	4.00
9/27/12	A.J.P.R. Rhee	Review loan files.	4.20
9/27/12	R.R. Tooley	Review loan files.	4.00
9/27/12	L.S. Welwarth	Research re effective date of confirmation orders; research re additional jurisdictions with standing orders; revisions to standing orders chart to reflect C.D. CA standing order.	1.00
9/27/12	L.S. Welwarth	Review loan files.	4.00
9/28/12	G. Apfel	Work on retention applications.	1.20
9/28/12	G. Apfel	Participate in IFR subcommittee call.	0.20
9/28/12	G. Apfel	Conference call with PwC and Hudco re loan review process.	0.30
9/28/12	G. Apfel	Conference call with PwC re escrow and handoffs and loan review process.	0.80
9/28/12	G. Apfel	Work on loan review process.	0.70
9/28/12	Andrea M. de Vries	Review loan files.	3.80
9/28/12	C.B. Holtzman	Review loan files.	6.30
9/28/12	D. Kovsky-Apap	Perform second level review of loan files.	0.90
9/28/12	D. Kovsky-Apap	Participate in IFR bankruptcy sub-committee call.	0.40
9/28/12	D. Kovsky-Apap	Follow-up call with G. Apfel re proposed IFR remediation framework.	0.10
9/28/12	D. Kovsky-Apap	Confer with L. Welwarth re loan review questions.	0.20
9/28/12	D. Kovsky-Apap	Participate in update call with S. Moyer, G. Apfel and D. Clarke.	0.50
9/28/12	D. Kovsky-Apap	Participate in conference call with G. Apfel and PwC re escrow testing and other open issues.	0.80
9/28/12	D. Kovsky-Apap	Follow-up call with G. Apfel re escrow testing.	0.20
9/28/12	D. Kovsky-Apap	Draft email summarizing legal position on escrow testing.	0.30
9/28/12	D. Kovsky-Apap	Office conference with R. Hertzberg re objection to retention application.	0.10

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<u>Date</u>	<u>Name</u>	<u>Services</u>	<u>Time</u>
9/28/12	D. Kovsky-Apap	Email to G. Apfel re objection to retention application.	0.10
9/28/12	R.R. Tooley	Review loan files.	2.00
9/28/12	L.S. Welwarth	Loan review testing.	3.60
9/30/12	C.B. Holtzman	Review loan files.	2.00
9/30/12	D. Kovsky-Apap	Correspondence with G. Apfel re additional review questions for standing.	0.10
9/30/12	D. Kovsky-Apap	Review draft logging form for standing and compare with current question set in SharePoint.	0.40
9/30/12	D. Kovsky-Apap	Email to K. Mikell re updating question set.	0.10
9/30/12	D. Kovsky-Apap	Update status tracker.	0.20
TOTAL CHARGEABLE HOURS			619.85
TOTAL FEES			\$249,006.75

Meals

<u>Date</u>	<u>Code</u>	<u>Description</u>	<u>Units</u>	<u>Cost</u>	<u>Value</u>
09/05/12	CON1	Meals - DEBORAH KOVSKY-APAP - EXPENSES RELATED TO TRAVEL TO PHILADELPHIA FOR 8/20-22/12 - DINNER 8/20/12 MAMA'S VEGETARIAN, PHILA	1	14.00	14.00
09/05/12	CON1	Meals - DEBORAH KOVSKY-APAP - EXPENSES RELATED TO TRAVEL TO PHILADELPHIA FOR 8/20-22/12 - DINNER 8/22/12 BODEGA, PHILA	1	3.98	3.98
09/05/12	CON1	Meals - DEBORAH KOVSKY-APAP - EXPENSES RELATED TO TRAVEL TO PHILADELPHIA FOR 8/20-22/12 - LUNCH 8/22/12 CIBO EXP GOURMET MARKET, PHILA	1	14.78	14.78
09/05/12	CON1	Meals - FOUR SEASONS HOTEL PHILA. G. APFEL 7/26/12 PRIVATE BAR	1	11.88	11.88
09/05/12	CON1	Meals - FOUR SEASONS HOTEL PHILA. G. APFEL 8/01/12 PRIVATE BAR	1	22.86	22.86

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<u>Date</u>	<u>Code</u>	<u>Description</u>	<u>Units</u>	<u>Cost</u>	<u>Value</u>
09/05/12	CON1	Meals - FOUR SEASONS HOTEL PHILA. G. APFEL 7/31/12 IN ROOM DINING	1	57.99	57.99
09/05/12	CON1	Meals - FOUR SEASONS HOTEL PHILA. G. APFEL 7/23/12 IN ROOM DINING	1	13.89	13.89
09/05/12	CON1	Meals - FOUR SEASONS HOTEL PHILA. G. APFEL 7/24/12 PRIVATE BAR	1	11.88	11.88
09/05/12	CON1	Meals - FOUR SEASONS HOTEL PHILA. G. APFEL 7/24/12 IN ROOM DINING	1	48.72	48.72
09/05/12	CON1	Meals - FOUR SEASONS HOTEL PHILA. G. APFEL 7/25/12 PRIVATE BAR	1	15.30	15.30
09/05/12	CON1	Meals - FOUR SEASONS HOTEL PHILA. G. APFEL 7/30/12 IN ROOM DINING	1	13.89	13.89
09/05/12	CON1	Meals - FOUR SEASONS HOTEL PHILA. G. APFEL 7/31/12 PRIVATE BAR	1	11.88	11.88
09/07/12	CON1	Meals - FOUR SEASONS HOTEL PHILA. G. APFEL-8/9/12 PRIVATE BAR	1	27.18	27.18
09/07/12	CON1	Meals - FOUR SEASONS HOTEL PHILA. G. APFEL 8/21/12 IN ROOM DINING	1	43.56	43.56
09/07/12	CON1	Meals - FOUR SEASONS HOTEL PHILA. G. APFEL 8/22/12 PRIVATE BAR	1	54.36	54.36
09/07/12	CON1	Meals - FOUR SEASONS HOTEL PHILA. G. APFEL 8/16/12 PRIVATE BAR	1	12.96	12.96
09/07/12	CON1	Meals - FOUR SEASONS HOTEL PHILA. G. APFEL-8/6/12 IN ROOM DINING	1	13.89	13.89
09/07/12	CON1	Meals - FOUR SEASONS HOTEL PHILA. G. APFEL-8/7/12 PRIVATE BAR	1	17.28	17.28
09/07/12	CON1	Meals - FOUR SEASONS HOTEL PHILA. G. APFEL-8/8/12 PRIVATE BAR	1	6.48	6.48
09/07/12	CON1	Meals - FOUR SEASONS HOTEL PHILA. G. APFEL 8/14/12 IN ROOM DINING	1	29.61	29.61
09/07/12	CON1	Meals - FOUR SEASONS HOTEL PHILA. G. APFEL 8/15/12 PRIVATE BAR	1	6.48	6.48

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<u>Date</u>	<u>Code</u>	<u>Description</u>	<u>Units</u>	<u>Cost</u>	<u>Value</u>
09/07/12	CON1	Meals - FOUR SEASONS HOTEL PHILA. G. APFEL 8/20/12 IN ROOM DINING	1	65.73	65.73
09/07/12	CON1	Meals - FOUR SEASONS HOTEL PHILA. G. APFEL 8/21/12 PRIVATE BAR	1	11.88	11.88
09/10/12	CON1	Meals - JAMES D. VANDEWYNGEARDE - TRAVEL TO PHILADELPHIA ON 8/28- 29/12 FOR LOAN REVIEW TRAINING - 8/28/12 LUNCH AU BON PAIN, PHILA	1	7.87	7.87
09/10/12	CON1	Meals - DEBORAH KOVSKY-APAP - TRAVEL EXPENSES RELATED TO PHILADELPHIA TRIP 8/27-30/12 - LUNCH 8/30/12 SU XING HOUSE, PHILA	1	16.29	16.29
09/10/12	CON1	Meals - DEBORAH KOVSKY-APAP - TRAVEL EXPENSES RELATED TO PHILADELPHIA TRIP 8/27-30/12 - MEAL 8/27/12 EINSTEIN BAGELS, PHILA	1	3.58	3.58
09/10/12	CON1	Meals - JAMES D. VANDEWYNGEARDE - TRAVEL TO PHILADELPHIA ON 8/28- 29/12 FOR LOAN REVIEW TRAINING - 8/29/12 SNACK IN PHILA	1	1.98	1.98
09/10/12	CON1	Meals - JAMES D. VANDEWYNGEARDE - TRAVEL TO PHILADELPHIA ON 8/28- 29/12 FOR LOAN REVIEW TRAINING - 8/28/12 LUNCH IN PHILA	1	28.00	28.00
09/10/12	CON1	Meals - JAMES D. VANDEWYNGEARDE - TRAVEL TO PHILADELPHIA ON 8/28- 29/12 FOR LOAN REVIEW TRAINING - 8/29/12 DINNER SKY ASIAN BISTRO, PHILA AIRPORT	1	36.36	36.36
09/10/12	CON1	Meals - JAMES D. VANDEWYNGEARDE - TRAVEL TO PHILADELPHIA ON 8/28- 29/12 FOR LOAN REVIEW TRAINING - 8/28/12 DINNER PUBLIC HOUSE, PHILA	1	39.64	39.64
09/10/12	CON1	Meals - JAMES D. VANDEWYNGEARDE - TRAVEL TO PHILADELPHIA ON 8/28- 29/12 FOR LOAN REVIEW TRAINING - 8/28/12 SNACK GUAVA & JAVA, PHILA	1	5.25	5.25

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<u>Date</u>	<u>Code</u>	<u>Description</u>	<u>Units</u>	<u>Cost</u>	<u>Value</u>
09/10/12	CON1	Meals - JAMES D. VANDEWYNGEARDE - TRAVEL TO PHILADELPHIA ON 8/28- 29/12 FOR LOAN REVIEW TRAINING - 8/29/12 LUNCH AU BON PAIN, PHILA	1	12.94	12.94
09/10/12	CON1	Meals - DEBORAH KOVSKY-APAP - TRAVEL EXPENSES RELATED TO PHILADELPHIA TRIP 8/27-30/12 - DINNER 8/28/12 SU XING HOUSE, PHILA	1	19.04	19.04
09/10/12	CON1	Meals - DEBORAH KOVSKY-APAP - TRAVEL EXPENSES RELATED TO PHILADELPHIA TRIP 8/27-30/12 - MEAL 8/29/12 BODEGA, PHILA	1	5.52	5.52
09/10/12	CON1	Meals - DEBORAH KOVSKY-APAP - TRAVEL EXPENSES RELATED TO PHILADELPHIA TRIP 8/27-30/12 - MEAL 8/29/12 BODEGA, PHILA	1	2.15	2.15
09/11/12	CON1	Meals - GARY APFEL - EXPENSES FOR 8/27-29/12 - DINNER PUBLIC HOUSE, PHILA 8/27/12	1	43.02	43.02
09/14/12	CON1	Meals - GARY APFEL APFEL 9/11 DINNER FUJI MOUNTAIN, PHILA	1	62.88	62.88
09/14/12	CON1	Meals - GARY APFEL APFEL 9/10 DINNER WITH D. KOVSKY - HAMIFGASH REST, PHILA	1	41.45	41.45
09/25/12	CON1	Meals - DEBORAH KOVSKY-APAP - TRAVEL TO PHILADELPHIA 9/10-12/12 - LUNCH WITH G. APFEL AND 4 PEOPLE FROM PwC 9/11/12 HAMIFGASH REST, PHILA	1	134.90	134.90
09/25/12	CON1	Meals - DEBORAH KOVSKY-APAP - TRAVEL TO PHILADELPHIA 9/10-12/12 - SNACK 9/12/12 PARADIES SHOPS, PHILA AIRPORT	1	2.99	2.99

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<u>Date</u>	<u>Code</u>	<u>Description</u>	<u>Units</u>	<u>Cost</u>	<u>Value</u>
09/25/12	CON1	Meals - DEBORAH KOVSKY-APAP - TRAVEL TO PHILADELPHIA 9/10-12/12 - DINNER 9/11/12 SU XING HOUSE, PHILA	1	17.69	17.69
09/25/12	CON1	Meals - DEBORAH KOVSKY-APAP - TRAVEL TO PHILADELPHIA 9/4-5/12 - DINNER 9/4/12 MAMA'S VEGETARIAN, PHILA	1	15.00	15.00
09/25/12	CON1	Meals - DEBORAH KOVSKY-APAP - TRAVEL TO PHILADELPHIA 9/4-5/12 - LUNCH 9/4/12 SU XING HOUSE, PHILA	1	19.04	19.04
09/25/12	CON1	Meals - DEBORAH KOVSKY-APAP - TRAVEL TO PHILADELPHIA 9/4-5/12 - DINNER 9/5/12 CIBO EXP GOURMET MARKET, PHILA	1	13.68	13.68
SubTotal For: Meals					\$1,059.73

Travel Expense

<u>Date</u>	<u>Code</u>	<u>Description</u>	<u>Units</u>	<u>Cost</u>	<u>Value</u>
09/05/12	TRV1	Travel Expense - DEBORAH KOVSKY- APAP - EXPENSES RELATED TO TRAVEL TO PHILADELPHIA FOR 8/20- 22/12 - ROUNDTRIP MILEAGE HOME TO DETROIT AIRPORT	1	26.48	26.48
09/05/12	TRV1	Travel Expense - DEBORAH KOVSKY- APAP - EXPENSES RELATED TO TRAVEL TO PHILADELPHIA FOR 8/20- 22/12 - DETROIT AIRPORT PARKING 8/22/12	1	40.00	40.00
09/05/12	TRV1	Travel Expense - DEBORAH KOVSKY- APAP - EXPENSES RELATED TO TRAVEL TO PHILADELPHIA FOR 8/20- 22/12 - PHILA CAB 8/21/12	1	30.10	30.10

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09/05/12	TRV1	Travel Expense - DEBORAH KOVSKY- APAP - EXPENSES RELATED TO TRAVEL TO PHILADELPHIA FOR 8/20- 22/12 - PHILA CAB 8/20/12	1	35.40	35.40
09/05/12	TRV1	Travel Expense - FOUR SEASONS HOTEL PHILA. G. APFEL 7/30 AND 7/31/12 LODGING	1	601.48	601.48
09/05/12	TRV1	Travel Expense - FOUR SEASONS HOTEL PHILA. G. APFEL 7/23, 7/24, 7/25/12 LODGING	1	898.72	898.72
09/05/12	TRV1	Travel Expense - DEBORAH KOVSKY- APAP - EXPENSES RELATED TO TRAVEL TO PHILADELPHIA FOR 8/20- 22/12 - HOTEL - EMBASSY SUITES PHILADELPHIA 8/20 & 8/21/12	1	498.49	498.49
09/05/12	TRV1	Travel Expense - GARY APFEL - FOUR SEASONS HOTEL PHILA. G. APFEL- 7/9/12 LODGING	1	297.24	297.24
09/05/12	TRV1	Travel Expense - FOUR SEASONS HOTEL PHILA. G. APFEL 7/16-17/12 LODGING	1	601.48	601.48
09/05/12	TRV1	Travel Expense - FOUR SEASONS HOTEL PHILA. D. KOVSKY-APAP 7/17/12 AND 7/18/12 LODGING	1	564.48	564.48
09/05/12	TRV1	Travel Expense - DEBORAH KOVSKY- APAP - 9/4/12 DELTA ROUNDTRIP AIRFARE DETROIT TO PHILADELPHIA	1	884.00	884.00
09/07/12	TRV1	Travel Expense - FOUR SEASONS HOTEL PHILA. G. APFEL 8/20 AND 8/21/12 LODGING	1	601.48	601.48
09/07/12	TRV1	Travel Expense - FOUR SEASONS HOTEL PHILA. D. KOVSKY-APAP 8/7/12 AND 8/8/12 LODGING	1	564.48	564.48
09/07/12	TRV1	Travel Expense - FOUR SEASONS HOTEL PHILA. D. KOVSKY-APAP 8/14/14 AND 8/15/12 LODGING	1	564.48	564.48
09/07/12	TRV1	Travel Expense - FOUR SEASONS HOTEL PHILA. G. APFEL-8/6/12, 8/7/12, 8/8/12 LODGING	1	898.72	898.72

GMAC Mortgage LLC

Ally Financial, Inc.

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09/07/12	TRV1	Travel Expense - FOUR SEASONS HOTEL PHILA. G. APFEL 8/14 AND 8/15/12 LODGING	1	601.48	601.48
09/10/12	TRV1	Travel Expense - DEBORAH KOVSKY- APAP - TRAVEL EXPENSES RELATED TO PHILADELPHIA TRIP 8/27-30/12 - 8/30/12 CHANGE FLIGHT FEE	1	150.00	150.00
09/10/12	TRV1	Travel Expense - DEBORAH KOVSKY- APAP - CAPITAL DISPATCH CAB CO - PHILA AIRPORT TO HOTEL ON 8/28/12	1	35.40	35.40
09/10/12	TRV1	Travel Expense - DEBORAH KOVSKY- APAP - TRAVEL EXPENSES RELATED TO PHILADELPHIA TRIP 8/27-30/12 - DETROIT AIRPORT PARKING	1	60.00	60.00
09/10/12	TRV1	Travel Expense - DEBORAH KOVSKY- APAP - TRAVEL EXPENSES RELATED TO PHILADELPHIA TRIP 8/27-30/12 - ROUNDTRIP MILEAGE HOME TO DETROIT AIRPORT	1	26.48	26.48
09/10/12	TRV1	Travel Expense - JAMES D. VANDEWYNGEARDE - TRAVEL TO PHILADELPHIA ON 8/28-29/12 FOR LOAN REVIEW TRAINING - 8/28/12 PHILADELPHIA CAB CO - PHILA AIRPORT TO HOTEL	1	35.40	35.40
09/10/12	TRV1	Travel Expense - JAMES D. VANDEWYNGEARDE - TRAVEL TO PHILADELPHIA ON 8/28-29/12 FOR LOAN REVIEW TRAINING - 8/29/12 LIBERTY CAB CO - TO PHILA AIRPORT	1	35.40	35.40
09/10/12	TRV1	Travel Expense - JAMES D. VANDEWYNGEARDE - TRAVEL TO PHILADELPHIA ON 8/28-29/12 FOR LOAN REVIEW TRAINING - 8/28-29/12 DETROIT AIRPORT PARKING	1	20.00	20.00

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09/10/12	TRV1	Travel Expense - JAMES D. VANDEWYNGEARDE - TRAVEL TO PHILADELPHIA ON 8/28-29/12 FOR LOAN REVIEW TRAINING - 8/28-29/12 MILEAGE TO/FROM DETROIT AIRPORT	1	32.19	32.19
09/10/12	TRV1	Travel Expense - DEBORAH KOVSKY- APAP - LIBERTY CAB TO PHILA AIRPORT ON 8/30/12	1	35.40	35.40
09/11/12	TRV1	Travel Expense - GARY APFEL - CAB FARE HOME TO LAX 8/27/12	1	56.00	56.00
09/11/12	TRV1	Travel Expense - GARY APFEL - CAB FARE LAX TO HOME 9/4/12	1	58.00	58.00
09/11/12	TRV1	Travel Expense - GARY APFEL - CAB FARE LAX TO HOME 8/29/12	1	58.00	58.00
09/11/12	TRV1	Travel Expense - GARY APFEL - CAB FARE PHILADELPHIA AIRPORT TO HOTEL ON 8/27/12	1	35.40	35.40
09/11/12	TRV1	Travel Expense - GARY APFEL - CAB FARE PHILADELPHIA AIRPORT TO HOTEL 9/4/12	1	35.60	35.60
09/11/12	TRV1	Travel Expense - GARY APFEL - CAB FARE HOME TO LAX 9/4/12	1	55.00	55.00
09/14/12	TRV1	Travel Expense - GARY APFEL 9/10 CAB FARE HOME TO LAX	1	56.00	56.00
09/14/12	TRV1	Travel Expense - GARY APFEL 9/12 CAB FARE LAX TO HOME	1	57.00	57.00
09/14/12	TRV1	Travel Expense - GARY APFEL 9/10 CAB FARE PHILA. AIRPORT TO HOTEL	1	35.52	35.52
09/19/12	TRV1	Travel Expense - DEBORAH KOVSKY- APAP - GOGO INTERNET SERVICE DURING FLIGHTS TO PHILADELPHIA ON 8/10/12, 8/27/12, 9/4/12 AND 9/10/12	1	19.80	19.80
09/25/12	TRV1	Travel Expense - DEBORAH KOVSKY- APAP - ALL CITY CAB CO TO PHILA AIRPORT 9/5/12	1	35.52	35.52

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09/25/12	TRV1	Travel Expense - DEBORAH KOVSKY- APAP - TRAVEL TO PHILADELPHIA 9/4- 5/12 - ROUNDTRIP MILEAGE HOME TO DETROIT AIRPORT	1	26.48	26.48
09/25/12	TRV1	Travel Expense - DEBORAH KOVSKY- APAP - OLDE CITY CAB CO, PHILA 9/10/12	1	9.48	9.48
09/25/12	TRV1	Travel Expense - DEBORAH KOVSKY- APAP - OLDE CITY CAB IN PHILA (PHILA AIRPORT TO HOTEL) 9/10/12	1	35.52	35.52
09/25/12	TRV1	Travel Expense - DEBORAH KOVSKY- APAP - TRAVEL TO PHILADELPHIA 9/10-12/12 - DETROIT AIRPORT PARKING	1	60.00	60.00
09/25/12	TRV1	Travel Expense - DEBORAH KOVSKY- APAP - 9/4-5/12 - DETROIT AIRPORT PARKING	1	40.00	40.00
09/25/12	TRV1	Travel Expense - DEBORAH KOVSKY- APAP - 9/10/12 - HERTZ CAR RENTAL PHILA	1	73.25	73.25
09/25/12	TRV1	Travel Expense - DEBORAH KOVSKY- APAP - TRAVEL TO PHILADELPHIA 9/10-12/12 - MILEAGE ROUNDTRIP TO DETROIT AIRPORT	1	6.48	6.48
09/25/12	TRV1	Travel Expense - DEBORAH KOVSKY- APAP - CITY CAB CO PHILA AIRPORT TO HOTEL 9/4/12	1	35.52	35.52
09/25/12	TRV1	Travel Expense - DEBORAH KOVSKY- APAP - CAB IN PHILA ON 9/4/12	1	30.22	30.22
SubTotal For: Travel Expense					\$8,957.57

Travel Expense

<u>Date</u>	<u>Code</u>	<u>Description</u>	<u>Units</u>	<u>Cost</u>	<u>Value</u>
09/18/12	TRV2	APFEL 090412 - AMERICAN AIRLINES AIRFARE ROUNDTRIP LAX TO PHILA	1	1,159.20	1,159.20

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09/18/12	TRV2	KOVSKY-APAP 091012 - ROUNDTRIP AIRFARE DETROIT TO PHILA	1	1,270.60	1,270.60
09/18/12	TRV2	APFEL 091012 - AMERICAN AIRLINES AIRFARE ROUNDTRIP LAX TO PHILA	1	1,159.20	1,159.20
SubTotal For: Travel Expense					\$3,589.00

Local Transportation

<u>Date</u>	<u>Code</u>	<u>Description</u>	<u>Units</u>	<u>Cost</u>	<u>Value</u>
09/11/12	TXI1	Local Transportation - BOSTON COACH G. APFEL 8/22/12 CAR SERVICE FROM PEPPER TO PHILA AIRPORT	1	93.33	93.33
09/11/12	TXI1	Local Transportation - BOSTON COACH G. APFEL 8/16/12 CAR SERVICE FROM PEPPER TO PHILA AIRPORT	1	83.92	83.92
09/11/12	TXI1	Local Transportation - BOSTON COACH G. APFEL 8/14/12 CAR SERVICE FROM NEWARK, NJ AIRPORT TO PHILA (FOUR SEASONS HOTEL)	1	270.87	270.87
09/11/12	TXI1	Local Transportation - BOSTON COACH G. APFEL 8/9/12 CAR SERVICE FROM PEPPER OFFICE TO PHILA AIRPORT	1	93.33	93.33
09/11/12	TXI1	Local Transportation - BOSTON COACH G. APFEL 8/1/12 CAR SERVICE FROM HOTEL TO PHILA AIRPORT	1	83.92	83.92
09/11/12	TXI1	Local Transportation - BOSTON COACH G. APFEL 7/26/12 CAR SERVICE FROM PEPPER TO PHILA AIRPORT	1	102.73	102.73
09/14/12	TXI1	Local Transportation - ANDREW MAVRAGANIS 8/29-8/30/12 ROUNDTRIP MILEAGE REIMBURSEMENT FROM WILMINGTON, DE OFFICE TO PHILA OFFICE	1	66.60	66.60
09/14/12	TXI1	Local Transportation - ANDREW MAVRAGANIS 8/29-8/30/12 TRAVEL FROM WILMINGTON OFFICE TO PHILA - 8/29/12 LAZ PARKING, PHILA	1	27.00	27.00

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09/14/12	TXI1	Local Transportation - ANDREW MAVRAGANIS 8/29-8/30/12 TRAVEL FROM WILMINGTON OFFICE TO PHILA OFFICE - 8/30/12 LAZ PARKING, PHILA	1	27.00	27.00
SubTotal For: Local Transportation					\$848.70

TOTAL EXPENSES..... \$14,587.99

TOTAL AMOUNT DUE..... \$263,594.74

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The following is a summary of the time dedicated and the fees charged to this matter by the Firm's professional staff:

		Hours	Rate	Fee
G. Apfel	Partner	84.20	850.00	71,570.00
R. Hertzberg	Partner	2.20	750.00	1,650.00
J. VandeWyngearde	Of Counsel	25.30	385.00	9,740.50
E.L. Coccia	Associate	25.00	245.00	6,125.00
Andrea M. de Vries	Associate	66.80	380.00	25,384.00
C.A. DiValentino	Associate	30.70	315.00	9,670.50
A.L. Harris	Associate	29.00	245.00	7,105.00
C.B. Holtzman	Associate	68.70	315.00	21,640.50
D. Kovsky-Apap	Associate	98.80	500.00	49,400.00
A. Mavraganis	Associate	40.20	245.00	9,849.00
A.J.P.R. Rhee	Associate	31.90	315.00	10,048.50
R.R. Tooley	Associate	54.80	225.00	12,330.00
L.S. Welwarth	Associate	61.25	235.00	14,393.75
J. Williford-Sosnowsky	Librarian	1.00	100.00	100.00
Total		<hr/> 619.85		<hr/> \$249,006.75

Pepper Hamilton LLP
Attorneys at Law

Suite 1670
Wells Fargo Tower
333 South Grand Avenue
Los Angeles, CA 90071
213.943.3160

REMITTANCE PAGE

Invoice Number: 10775805
October 15, 2012
Matter Number: 139697.00002

Tammy Hamzehpour, General Counsel
GMAC Mortgage LLC
1100 Virginia Drive
Fort Washington, PA 19034

William B. Solomon, Jr., General Counsel
Ally Financial, Inc.
P.O. Box 200
200 Renaissance Center
Detroit, MI 48265-2000

RE: Foreclosure Look Back Review

FOR PROFESSIONAL SERVICES RENDERED from September 1, 2012 through September 30, 2012

Total Fees	\$249,006.75
Total Expenses and Services	\$14,587.99
Total Amount Due	\$263,594.74

PLEASE RETURN WITH REMITTANCE

To Wire Payment Wells Fargo Bank, Philadelphia, PA **ABA#** 121000248; **Acct#**: 2 0000 492 01 046
Swift# WFBUS6S

PLEASE REFERENCE INVOICE NUMBER

Pepper Hamilton LLP
Attorneys at Law

Wells Fargo Tower
333 South Grand Avenue
Suite 1670
Los Angeles, CA 90071-9500
213.293.3130
Fax 213.628.8690

Gary Apfel
direct dial: 213.293.3160
direct fax: 866.307.1028
apfelg@pepperlaw.com

December 4, 2012

VIA FEDERAL EXPRESS

Morrison & Foerster LLP
1290 Avenue of the Americas
New York, NY 10104
Attn: Darren M. Nashelsky, Gary S. Lee and
Lorenzo Marinuzzi

Office of the United States Trustee
for the Southern District of New York
33 Whitehall Street, 21st Floor
New York, NY 10004
Attn: Tracy Hope Davis, Linda A. Riffkin,
and Brian S. Masumoto

Kramer Levin Naftalis & Frankel LLP
1177 Avenue of the Americas
New York, NY 10036
Attn: Kenneth H. Eckstein and
Douglas H. Mannal

Kirkland & Ellis
601 Lexington Avenue
New York, NY 10022
Attn: Richard M. Cieri and Ray C. Schrock

Skadden, Arps, Slate, Meagher & Flom LLP
4 Times Square
New York, New York 10036
Attn: Kenneth S. Ziman and
Jonathan H. Hofer

Residential Capital, LLC
1100 Virginia Dr.
Ft. Washington, Pennsylvania, 19034
Attn: Tammy Hamzehpour

Re: ***In re Residential Capital, LLC, et al.***
Case No. 12-12020

Dear Counsel:

Pursuant to the Court's July 17, 2012 *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals* (the "Order"), enclosed please find Pepper Hamilton LLP's monthly fee statement for the period October 1, 2012 through October 31, 2012 (the "Statement"), which was served on the parties listed in paragraph (a) of the Order, on December 4, 2012.

Philadelphia	Boston	Washington, D.C.	Los Angeles	New York	Pittsburgh
Detroit	Berwyn	Harrisburg	Orange County	Princeton	Wilmington

Pepper Hamilton LLP
Attorneys at Law

December 4, 2012

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In the absence of a timely objection, the Debtors shall pay \$295,729.44, consisting of the sum of (a) \$285,909.20, an amount equal to 80% of the fees ($\$285,909.20 = \$357,386.50 \times 0.80$) and (b) 100% of the expenses (\$9,820.24) being requested in the Statements.

Objections to the Statement are due by December 24, 2012.

Sincerely,

PEPPER HAMILTON LLP

A handwritten signature in black ink, appearing to read "G. Apfel/MEA". The signature is written in a cursive, fluid style.

Gary Apfel
Attorney at Law

MEA
Enc.

Pepper Hamilton LLP
Attorneys at Law

Suite 1670
Wells Fargo Tower
333 South Grand Avenue
Los Angeles, CA 90071
213.293.3130

Invoice Number: 10781718
Client/Matter Number: 139697.00002
November 14, 2012

Tammy Hamzehpour, General Counsel
Ally Financial, Inc.
1100 Virginia Drive
Fort Washington, PA 19034

William B. Solomon, Jr., General Counsel
GMAC Mortgage LLC
P.O. Box 200
200 Renaissance Center
Detroit, MI 48265-2000

Requesting Attorney: Gary Apfel

Federal Identification No. 23-1433012

FOR PROFESSIONAL SERVICES RENDERED through October 31, 2012 as follows

RE: Foreclosure Look Back Review

Date	Name	Services	Time
10/1/12	J. VandeWyngearde	Exchange emails with S. Peltier re new loans for review.	0.20
10/1/12	J. VandeWyngearde	Telephone call with S. Peltier re assigning new loans.	0.20
10/1/12	J. VandeWyngearde	Assign new loans to initial reviewers.	0.40
10/1/12	J. VandeWyngearde	Email re new loans to initial reviewers.	0.10
10/1/12	A.L. Harris	Review loan files.	0.50
10/1/12	C.B. Holtzman	Review loan files.	3.80
10/1/12	A. Mavraganis	Review loan files.	1.60
10/1/12	A.J.P.R. Rhee	Review loan files	1.40
10/1/12	R.R. Tooley	Review loan files.	7.00
10/2/12	G. Apfel	Work on borrower harm analysis.	1.20
10/2/12	G. Apfel	Work on legal review process.	0.90
10/2/12	G. Apfel	Work on loan review process.	1.10
10/2/12	J. VandeWyngearde	Office conference with A. Rhee re stay order issue.	0.20
10/2/12	Andrea M. de Vries	Review loan files.	6.20
10/2/12	A.L. Harris	Review loan files.	3.10
10/2/12	C.B. Holtzman	Review loan files.	3.50

Ally Financial, Inc.

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Date	Name	Services	Time
10/2/12	D. Kovsky-Apap	Answer reviewers' questions arising in primary loan reviews.	0.30
10/2/12	A.J.P.R. Rhee	Review loan files.	0.20
10/3/12	G. Apfel	Conference call with PwC and FRB.	1.00
10/3/12	G. Apfel	Conference call with PwC re loan review process.	0.80
10/3/12	G. Apfel	Conference call with GMAC and PwC re loan review process.	1.10
10/3/12	G. Apfel	Work on legal review process.	2.40
10/3/12	J. VandeWyngearde	Review and analyze emails between D. Kovsky and S. Peltier re loan review process.	0.20
10/3/12	J. VandeWyngearde	Exchange emails re loan review process.	0.20
10/3/12	E.L. Coccia	Review loan files.	0.70
10/3/12	Andrea M. de Vries	Review loan files.	3.90
10/3/12	A.L. Harris	Review loan files.	2.90
10/3/12	C.B. Holtzman	Review loan files.	3.90
10/3/12	D. Kovsky-Apap	Participate in weekly conference call with regulators re open issues in review process.	1.00
10/3/12	D. Kovsky-Apap	Participate in conference call with G. Apfel and PwC re additional information needed for standing review and re status tracking.	0.40
10/3/12	D. Kovsky-Apap	Participate in conference call with S. Bocresian, G. Apfel and PwC re improving bankruptcy workstream.	1.00
10/3/12	D. Kovsky-Apap	Follow-up telephone conference with G. Apfel re issues raised on call with S. Bocresian.	0.20
10/3/12	D. Kovsky-Apap	Telephone conference with S. Peltier and G. Apfel re improvements to status tracking.	0.40
10/3/12	D. Kovsky-Apap	Answer reviewers' questions arising in primary loan review.	0.30
10/3/12	D. Kovsky-Apap	Work on loan review process.	1.10
10/3/12	A. Mavraganis	Review loan files.	2.40
10/3/12	A.J.P.R. Rhee	Review loan files.	1.90
10/3/12	R.R. Tooley	Review loan files.	7.00
10/3/12	L.S. Welwarth	Loan review testing.	1.90
10/4/12	G. Apfel	Work on legal review process.	3.10
10/4/12	G. Apfel	Review loan files.	0.80
10/4/12	G. Apfel	Work on retention application.	0.70
10/4/12	J. VandeWyngearde	Exchange emails with D. Kovsky, G. Apfel and S. Peltier re Sharepoint, status tracker and loan review.	0.20
10/4/12	J. VandeWyngearde	Prepare for call with G. Apfel, S. Peltier and D. Kovsky.	0.30

Ally Financial, Inc.
Client/Matter Number: 139697.00002
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Date	Name	Services	Time
10/4/12	J. VandeWyngearde	Conference call with G. Apfel, S. Peltier and D. Kovsky re status tracker.	1.00
10/4/12	E.L. Coccia	Review loan files.	2.00
10/4/12	Andrea M. de Vries	Review loan files.	4.20
10/4/12	A.L. Harris	Review loan files.	0.90
10/4/12	C.B. Holtzman	Review loan files.	3.30
10/4/12	D. Kovsky-Apap	Work on legal review process.	1.60
10/4/12	A.J.P.R. Rhee	Review loan files.	2.70
10/4/12	L.S. Welwarth	Review loan files.	2.50
10/5/12	G. Apfel	Work on loan review process.	0.70
10/5/12	G. Apfel	Work on legal review process.	1.30
10/5/12	G. Apfel	Work on retention application.	0.80
10/5/12	C.B. Holtzman	Review loan files.	5.70
10/5/12	D. Kovsky-Apap	Telephone conference with PwC and Hudson Cook re status update on review process.	0.80
10/5/12	D. Kovsky-Apap	Review loan files.	1.10
10/5/12	D. Kovsky-Apap	Perform legal research re impact on automatic stay of filing concurrent bankruptcy petitions.	0.40
10/5/12	D. Kovsky-Apap	Work on legal review process.	0.40
10/5/12	A. Mavraganis	Review loan files.	1.30
10/5/12	M. Alexsy	Communication from D. Kovsky re agenda items for meeting.	0.10
10/6/12	D. Kovsky-Apap	Email to G. Apfel re primary residences vs. rental properties.	0.10
10/6/12	D. Kovsky-Apap	Correspondence with S. Peltier re mapping data to PwC.	0.10
10/6/12	D. Kovsky-Apap	Review loan files.	2.20
10/7/12	D. Kovsky-Apap	Work on loan review process.	0.10
10/7/12	D. Kovsky-Apap	Review loan files.	1.80
10/7/12	D. Kovsky-Apap	Work on retention application.	0.30
10/7/12	D. Kovsky-Apap	Research on 362(c)(3)(A) issue.	1.30
10/8/12	G. Apfel	Work on retention application.	0.60
10/8/12	G. Apfel	Work on legal review process.	0.80
10/8/12	J. VandeWyngearde	Review analysis of Section 362(c)(3)(A) and related case law and email from D. Kovsky.	0.30
10/8/12	J. VandeWyngearde	Review loan files.	0.50
10/8/12	J. VandeWyngearde	Work on legal review process.	0.70
10/8/12	E.L. Coccia	Review loan files.	6.40
10/8/12	Andrea M. de Vries	Review loan files.	5.40
10/8/12	C.B. Holtzman	Review loan files.	4.10
10/9/12	G. Apfel	Work on borrower harm analysis.	4.30

Ally Financial, Inc.

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Date	Name	Services	Time
10/9/12	G. Apfel	Work on automatic stay issue.	0.60
10/9/12	J. VandeWyngearde	Review and analyze L. Casey's email re 362(c)(3)(A).	0.10
10/9/12	J. VandeWyngearde	Work on legal review process.	1.00
10/9/12	E.L. Coccia	Review loan files.	4.70
10/9/12	Andrea M. de Vries	Review loan files.	4.90
10/9/12	C.B. Holtzman	Review loan files.	4.20
10/9/12	D. Kovsky-Apap	Work on retention application.	0.20
10/9/12	D. Kovsky-Apap	Work on legal review process.	0.40
10/9/12	R.R. Tooley	Review loan files.	4.00
10/10/12	G. Apfel	Work on legal review process.	0.70
10/10/12	G. Apfel	Work on retention application.	1.60
10/10/12	G. Apfel	Conference call with PwC and FRB and Hudson Cook.	0.30
10/10/12	G. Apfel	Work on fees review process.	0.90
10/10/12	G. Apfel	Work on stay period under 362(c)(3)(A).	0.70
10/10/12	J. VandeWyngearde	Review loan files.	1.30
10/10/12	J. VandeWyngearde	Work on legal review process.	1.20
10/10/12	E.L. Coccia	Review loan files.	2.20
10/10/12	Andrea M. de Vries	Review loan files.	4.30
10/10/12	A.L. Harris	Review loan files.	1.00
10/10/12	C.B. Holtzman	Review loan files.	4.90
10/10/12	D. Kovsky-Apap	Work on fee application.	0.50
10/10/12	D. Kovsky-Apap	Review loan files.	5.30
10/10/12	D. Kovsky-Apap	Work on legal review process.	0.50
10/10/12	D. Kovsky-Apap	Perform legal research re effective date of orders.	0.70
10/10/12	A. Mavraganis	Review loan files.	1.00
10/10/12	R.R. Tooley	Review loan files.	4.00
10/10/12	L.S. Welwarth	Review loan files.	4.60
10/10/12	M. Alexsy	Work on legal review process	1.40
10/11/12	G. Apfel	Review loan files.	5.60
10/11/12	G. Apfel	Work on legal review process.	0.80
10/11/12	J. VandeWyngearde	Review and analyze D. Kovsky's email analysis re when order is effective.	0.30
10/11/12	J. VandeWyngearde	Review loan files.	3.00
10/11/12	J. VandeWyngearde	Analysis of conversion from Chapter 13 to Chapter 7 email from D. Kovsky.	0.30
10/11/12	E.L. Coccia	Review loan files.	3.10
10/11/12	C.A. DiValentino	Review loan files.	4.00
10/11/12	A.L. Harris	Review loan files.	4.30

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Date	Name	Services	Time
10/11/12	C.B. Holtzman	Review loan files.	2.10
10/11/12	D. Kovsky-Apap	Review loan files.	8.80
10/11/12	A. Mavraganis	Review loan files.	6.90
10/11/12	A.J.P.R. Rhee	Review loan files.	4.50
10/11/12	R.R. Tooley	Review loan files.	6.00
10/11/12	L.S. Welwarth	Review loan files.	3.80
10/11/12	L.S. Welwarth	Revisions and compilation of standing orders and local rules; draft of cover letter explaining chart of standing orders and local rules permitting certain activities without relief from stay.	1.80
10/12/12	G. Apfel	Work on legal review process.	2.60
10/12/12	G. Apfel	Conference call with Dana Clarke re loan review process.	0.80
10/12/12	J. VandeWyngearde	Review loan files.	7.50
10/12/12	J. VandeWyngearde	Review summary of standing orders and local rules re loan review issues.	0.20
10/12/12	A.L. Harris	Review loan files.	1.50
10/12/12	D. Kovsky-Apap	Participate in conference call with PwC and Hudson Cook to discuss status of loan review process.	0.30
10/12/12	D. Kovsky-Apap	Review revised memo re local rules and standing orders.	0.20
10/12/12	D. Kovsky-Apap	Email to J. Basin re completed loans.	0.10
10/12/12	D. Kovsky-Apap	Review loan files.	3.20
10/12/12	D. Kovsky-Apap	Work on legal review process.	1.60
10/12/12	A. Mavraganis	Review loan files.	2.30
10/12/12	A.J.P.R. Rhee	Review loan files.	4.60
10/12/12	R.R. Tooley	Review loan files.	3.00
10/12/12	L.S. Welwarth	Review loan files.	1.10
10/12/12	L.S. Welwarth	Compile all relevant standing orders, local rules, model chapter 13 plans, conduct analysis of effective date for all orders and local rules, and edit confidential draft for assisting PwC with determining borrower harm and violations of the automatic stay.	6.60
10/12/12	M. Alexsy	Work on legal review process.	0.90
10/13/12	D. Kovsky-Apap	Review loan files.	3.30
10/14/12	G. Apfel	Review loan files.	3.60
10/14/12	D. Kovsky-Apap	Review loan files.	4.80
10/15/12	G. Apfel	Work on legal review process.	0.60
10/15/12	G. Apfel	Review loan files.	1.10
10/15/12	G. Apfel	Work on fees application.	0.80

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Date	Name	Services	Time
10/15/12	G. Apfel	Work on standing rules chart.	0.60
10/15/12	J. VandeWyngearde	Work on legal review process.	0.30
10/15/12	J. VandeWyngearde	Review loan files.	4.80
10/15/12	D. Kovsky-Apap	Review loan files.	5.90
10/15/12	D. Kovsky-Apap	Work on legal review process.	1.40
10/15/12	A.J.P.R. Rhee	Review loan files.	0.90
10/15/12	L.S. Welwarth	Research and draft memo re post-petition recording of a deed following a pre-petition foreclosure sale violates the automatic stay.	5.50
10/15/12	L.S. Welwarth	Review loan files.	0.50
10/15/12	L.S. Welwarth	Updates and revisions to standing orders, local rules chart.	0.90
10/15/12	M. Alexsy	Work on legal review process.	0.50
10/15/12	M. Alexsy	Work on fee application.	1.10
10/16/12	G. Apfel	Review loan files.	5.60
10/16/12	G. Apfel	Work on legal review process.	1.10
10/16/12	G. Apfel	Work on loan review process.	0.80
10/16/12	W.R. Wagner	Review materials regarding loan review.	2.00
10/16/12	K.B. Braun	Review consent order.	0.80
10/16/12	J. VandeWyngearde	Review loan files..	3.80
10/16/12	J. VandeWyngearde	Work on legal review process.	0.30
10/16/12	A.L. Harris	Review loan files.	1.40
10/16/12	D. Kovsky-Apap	Work on loan aging report for PwC and GMAC.	0.30
10/16/12	D. Kovsky-Apap	Answer questions from reviewers arising in primary loan reviews.	0.30
10/16/12	D. Kovsky-Apap	Work on memorandum re classification of stay violations.	1.60
10/16/12	D. Kovsky-Apap	Correspondence with J. VandeWyngearde, M.E. Alexsy and S. Peltier re assignment of new loans.	0.20
10/16/12	D. Kovsky-Apap	Legal research on recording issue.	0.20
10/16/12	D. Kovsky-Apap	Prepare for meeting with GMAC to demonstrate loan review process.	1.70
10/16/12	A. Mavraganis	Review loan files.	5.10
10/16/12	A.J.P.R. Rhee	Review loan files.	2.40
10/16/12	R.R. Tooley	Review loan files.	6.00
10/16/12	L.S. Welwarth	Update standing orders and local rules chart to comply with new changes.	1.20
10/16/12	L.S. Welwarth	Review loan files.	5.30

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Date	Name	Services	Time
10/16/12	L.S. Welwarth	Research re postpetition recordation of deed following pre-petition foreclosure sale; discuss handling of research based on jurisdiction and implications of the research findings for PwC/GMAC/Hudson Cook.	0.40
10/16/12	M. Alexsy	Work on loan review process.	0.90
10/16/12	M. Alexsy	Work on fees application.	0.50
10/17/12	G. Apfel	Conference call with PwC, Hudson Cook and the FRB.	0.70
10/17/12	G. Apfel	Work with PwC on loan review process.	5.50
10/17/12	G. Apfel	Meeting with PwC and GMAC re loan review process.	1.00
10/17/12	G. Apfel	Foreclosure look back 2nd and 3rd level training.	2.00
10/17/12	W.R. Wagner	Lookback review, 2nd and 3rd level training.	1.40
10/17/12	K.B. Braun	Review background materials, checklist for stay review and checklist for fee review.	1.40
10/17/12	K.B. Braun	Lookback review, 2nd level training.	2.00
10/17/12	L.A. Poltrock	Look back review, 2nd level training.	2.00
10/17/12	R.L. Vanderpool, IV	Lookback review, 2nd level training.	2.00
10/17/12	J. VandeWyngearde	Review loan files.	2.60
10/17/12	A.L. Harris	Review loan files.	2.50
10/17/12	D. Kovsky-Apap	Work with PwC on loan review process.	5.60
10/17/12	D. Kovsky-Apap	Meeting with GMAC and PwC re loan review process.	1.00
10/17/12	D. Kovsky-Apap	Meeting with PwC to discuss credit bureau reporting.	0.60
10/17/12	D. Kovsky-Apap	Foreclosure lookback, 2nd and 3rd level training.	2.00
10/17/12	A.J.P.R. Rhee	Review loan files.	2.20
10/17/12	R.R. Tooley	Review loan files.	5.00
10/17/12	L.S. Welwarth	Review loan files.	2.70
10/18/12	G. Apfel	Lookback review, second and third level review training.	2.00
10/18/12	G. Apfel	Work on legal review process.	0.90
10/18/12	G. Apfel	Conference call with PwC re loan review process.	0.50
10/18/12	W.R. Wagner	Review loan files.	2.00
10/18/12	K.B. Braun	Lookback review, second level training.	2.90
10/18/12	L.A. Poltrock	Look back review, second level training.	2.90
10/18/12	R.L. Vanderpool, IV	Lookback review, second level training.	2.80
10/18/12	J. VandeWyngearde	Review loan files.	2.70

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Date	Name	Services	Time
10/18/12	J. VandeWyngearde	Look back review, 2nd level training.	2.90
10/18/12	J. VandeWyngearde	Work on loan review process.	0.20
10/18/12	E.L. Coccia	Review loan files.	2.90
10/18/12	D. Kovsky-Apap	Foreclosure lookback review, 2nd and 3rd level training.	2.90
10/18/12	D. Kovsky-Apap	Work on legal review process.	0.80
10/18/12	A.J.P.R. Rhee	Review loan files.	1.80
10/18/12	L.S. Welwarth	Review loan files.	0.40
10/18/12	L.S. Welwarth	Research re post petition recordation of deed following prepetition foreclosure sale.	0.30
10/19/12	G. Apfel	Conference call with PwC re loan review process.	0.30
10/19/12	G. Apfel	Research on 362(c)(3)(A).	1.20
10/19/12	G. Apfel	Research re application of stay to deed recording.	0.80
10/19/12	G. Apfel	Work on legal review process.	1.10
10/19/12	W.R. Wagner	Review loan files.	3.10
10/19/12	J. VandeWyngearde	Review loan files.	3.00
10/19/12	J. VandeWyngearde	Work on legal review process.	0.20
10/19/12	E.L. Coccia	Review loan files.	2.60
10/19/12	C.B. Holtzman	Review loan files.	3.60
10/19/12	D. Kovsky-Apap	Participate in status update call with PwC.	0.30
10/19/12	D. Kovsky-Apap	Provide feedback to primary reviewers re issues arising in loan reviews.	1.20
10/19/12	D. Kovsky-Apap	Review loan files.	2.50
10/19/12	D. Kovsky-Apap	Work on legal review process.	1.00
10/19/12	A. Mavraganis	Review loan files.	1.10
10/19/12	L.S. Welwarth	Review of cases regarding postpetition recording of the deed and begin creating chart for state-by-state analysis of time in which debtor's interest terminates with respect to foreclosure sale.	1.60
10/19/12	M. Alexsy	Work on loan review process.	0.80
10/20/12	G. Apfel	Research on application of stay to recordation of deed.	1.10
10/20/12	D. Kovsky-Apap	Work on loan review process.	2.20
10/21/12	D. Kovsky-Apap	Work on loan review process. Review and analyze cases re post-petition recordation of deed.	No Charge
10/21/12	D. Kovsky-Apap	Work on loan review process.	2.50
10/21/12	D. Kovsky-Apap	Review and analyze cases re post-petition recordation of deed.	2.50
10/22/12	G. Apfel	Work on legal review process.	1.30
10/22/12	G. Apfel	Work on file build.	1.40
10/22/12	K.B. Braun	Review loan files.	1.60

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Date	Name	Services	Time
10/22/12	R.L. Vanderpool, IV	Review loan files.	1.60
10/22/12	J. VandeWyngearde	Work on legal review process.	1.30
10/22/12	E.L. Coccia	Review loan files.	2.60
10/22/12	Andrea M. de Vries	Review loan files.	4.70
10/22/12	A.L. Harris	Review loan files.	2.00
10/22/12	C.B. Holtzman	Review loan files.	3.80
10/22/12	D. Kovsky-Apap	Review loan files.	3.50
10/22/12	D. Kovsky-Apap	Work on legal review process.	0.30
10/22/12	A. Mavraganis	Review loan files.	1.80
10/22/12	L.S. Welwarth	Review of memo describing rules or approaches taken by courts with respect to postpetition deed recordation; research additional case law for district court, BAP and circuit court decisions that have made rulings on whether postpetition deed recordation violates the automatic stay; create chart with findings; further revisions to Postpetition Deed Memo and Chart; compilation of all cases cited and/or reviewed.	4.20
10/22/12	M. Alexsy	Work on legal review process.	1.20
10/22/12	M. Alexsy	Work on fee application.	0.40
10/23/12	G. Apfel	Work on loan review process.	0.80
10/23/12	G. Apfel	Work on legal review process.	0.60
10/23/12	G. Apfel	Review loan files.	5.10
10/23/12	W.R. Wagner	Review loan files.	2.90
10/23/12	K.B. Braun	Review loan files.	3.40
10/23/12	L.A. Poltrock	Review loan files.	3.50
10/23/12	R.L. Vanderpool, IV	Review loan files.	3.75
10/23/12	J. VandeWyngearde	Review loan files.	3.50
10/23/12	Andrea M. de Vries	Review loan files.	5.20
10/23/12	A.L. Harris	Review loan files.	4.10
10/23/12	D. Kovsky-Apap	Participate in weekly update call with PwC and S. Bocresian.	0.50
10/23/12	D. Kovsky-Apap	Review loan files.	4.80
10/23/12	D. Kovsky-Apap	Work on stay review process.	0.60
10/23/12	D. Kovsky-Apap	Work on legal review process.	0.60
10/23/12	A.J.P.R. Rhee	Review loan files.	0.90
10/23/12	R.R. Tooley	Review loan files.	1.00
10/23/12	L.S. Welwarth	Review loan files.	5.10
10/23/12	M. Alexsy	Work on fees application.	3.10

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Date	Name	Services	Time
10/24/12	G. Apfel	Conference call with FRB, PwC and Hudson Cook.	0.70
10/24/12	G. Apfel	Review loan files.	2.10
10/24/12	G. Apfel	Work on legal review process.	1.30
10/24/12	W.R. Wagner	Review loan files.	4.00
10/24/12	K.B. Braun	Review loan files.	6.30
10/24/12	L.A. Poltrock	Review loan files.	2.20
10/24/12	R.L. Vanderpool, IV	Review loan files.	7.15
10/24/12	J. VandeWyngearde	Work on legal review process.	0.30
10/24/12	E.L. Coccia	Review loan files.	2.00
10/24/12	Andrea M. de Vries	Review loan files.	5.70
10/24/12	A.L. Harris	Review loan files.	2.30
10/24/12	D. Kovsky-Apap	Participate in weekly update call with PwC and regulators.	0.70
10/24/12	D. Kovsky-Apap	Review loan files.	3.60
10/24/12	D. Kovsky-Apap	Work on legal review process.	0.90
10/24/12	A. Mavraganis	Review loan files.	2.40
10/24/12	A.J.P.R. Rhee	Review loan files.	2.00
10/24/12	L.S. Welwarth	Review loan files.	1.50
10/25/12	G. Apfel	Work on borrower harm issue.	0.80
10/25/12	G. Apfel	Review loan files.	3.40
10/25/12	G. Apfel	Work on loan review process.	1.10
10/25/12	W.R. Wagner	Review loan files.	2.10
10/25/12	K.B. Braun	Review loan files.	7.70
10/25/12	L.A. Poltrock	Review loan files.	5.90
10/25/12	J. VandeWyngearde	Review loan files.	6.20
10/25/12	E.L. Coccia	Review loan files.	3.50
10/25/12	Andrea M. de Vries	Review loan files.	5.70
10/25/12	A.L. Harris	Review loan files.	1.40
10/25/12	D. Kovsky-Apap	Review loan files.	6.20
10/25/12	D. Kovsky-Apap	Work on loan review process.	1.70
10/25/12	A. Mavraganis	Review loan files.	0.30
10/25/12	A.J.P.R. Rhee	Review loan files.	1.40
10/25/12	R.R. Tooley	Review loan files.	3.00
10/25/12	L.S. Welwarth	Review loan files.	1.30
10/26/12	G. Apfel	Work on legal review process.	0.60
10/26/12	G. Apfel	Research on applicability of stay to recording of deed.	1.80
10/26/12	G. Apfel	Conference call with PWC and HUDCO re loan review process	0.70

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Date	Name	Services	Time
10/26/12	G. Apfel	Conference call with PWC re stay review process and standing review process.	1.00
10/26/12	W.R. Wagner	Review loan files.	4.10
10/26/12	K.B. Braun	Review loan files.	3.00
10/26/12	R.L. Vanderpool, IV	Review loan files.	2.50
10/26/12	J. VandeWyngearde	Review loan files.	4.60
10/26/12	E.L. Coccia	Review loan files.	2.50
10/26/12	Andrea M. de Vries	Review loan files	6.30
10/26/12	D. Kovsky-Apap	Telephone conference with G. Apfel and PwC re review process.	1.20
10/26/12	D. Kovsky-Apap	Work on legal review process.	0.30
10/26/12	D. Kovsky-Apap	Participate in weekly update call with PwC and Hudson Cook.	0.70
10/26/12	D. Kovsky-Apap	Review loan files.	3.90
10/26/12	A.J.P.R. Rhee	Review loan files.	4.10
10/26/12	R.R. Tooley	Review loan files.	3.00
10/26/12	L.S. Welwarth	Review loan files.	0.50
10/26/12	M. Alexsy	Work on legal review process.	1.70
10/27/12	K.B. Braun	Review loan files.	1.50
10/27/12	D. Kovsky-Apap	Review loan files.	4.60
10/28/12	G. Apfel	Work on borrower harm issue	1.80
10/28/12	C.B. Holtzman	Review loan files.	5.40
10/28/12	D. Kovsky-Apap	Review loan files.	2.50
10/29/12	G. Apfel	Review loan files	1.60
10/29/12	G. Apfel	Work on fees review process	0.60
10/29/12	G. Apfel	Work on legal review process	0.80
10/29/12	G. Apfel	Work on borrower harm issue, including conference call with Scott Moyer of PWC and Jacki Hitchings of FRB.	1.60
10/29/12	K. Kress	Review loan files.	1.00
10/29/12	K.B. Braun	Review loan files.	2.10
10/29/12	J. VandeWyngearde	Review loan files.	3.30
10/29/12	E.L. Coccia	Review loan files.	4.30
10/29/12	Andrea M. de Vries	Review loan files.	4.80
10/29/12	C.A. DiValentino	Review loan files.	5.50
10/29/12	A.L. Harris	Review loan files.	2.30
10/29/12	C.B. Holtzman	Review loan files.	5.30
10/29/12	D. Kovsky-Apap	Perform legal research re surrender of property.	1.10
10/29/12	D. Kovsky-Apap	Review loan files.	3.00

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Date	Name	Services	Time
10/29/12	D. Kovsky-Apap	Work on loan review process.	0.20
10/29/12	A.J.P.R. Rhee	Review loan files.	6.70
10/29/12	M. Alexsy	Work on legal review process.	1.20
10/30/12	G. Apfel	Work on borrower harm issue.	1.40
10/30/12	G. Apfel	Conference call with PwC and ILC's regarding remediation framework and telephone conversations with Scott Mayer and Jonathan Odom re same.	0.80
10/30/12	G. Apfel	Review loan files.	3.80
10/30/12	K.B. Braun	Review loan files.	1.30
10/30/12	Andrea M. de Vries	Review loan files.	6.50
10/30/12	A.L. Harris	Review loan files.	2.40
10/30/12	C.B. Holtzman	Review loan files.	2.60
10/30/12	D. Kovsky-Apap	Review memo re proposed mediation framework.	0.40
10/30/12	D. Kovsky-Apap	Work on loan review process.	0.20
10/30/12	A. Mavraganis	Review loan files.	2.10
10/30/12	L.S. Welwarth	Review loan files.	0.50
10/31/12	G. Apfel	Conference call with FRB, PwC and Hudco.	0.50
10/31/12	G. Apfel	Review loan files.	3.40
10/31/12	G. Apfel	Work on legal review process.	1.10
10/31/12	G. Apfel	Work on borrower harm issue.	0.90
10/31/12	K. Kress	Review loan files.	4.20
10/31/12	K.B. Braun	Review loan files.	5.60
10/31/12	L.A. Poltrock	Review loan files.	2.90
10/31/12	R.L. Vanderpool, IV	Review loan files.	4.30
10/31/12	J. VandeWyngearde	Work on legal review process.	0.20
10/31/12	J. VandeWyngearde	Review loan files.	2.80
10/31/12	E.L. Coccia	Review loan files.	4.60
10/31/12	Andrea M. de Vries	Review loan files.	3.00
10/31/12	C.A. DiValentino	Review loan files.	2.90
10/31/12	A.L. Harris	Review loan files.	0.80
10/31/12	C.B. Holtzman	Review loan files.	5.70
10/31/12	D. Kovsky-Apap	Participate in weekly status conference call with PwC, Hudson Cook and regulators.	0.60
10/31/12	D. Kovsky-Apap	Review loan files.	5.80
10/31/12	D. Kovsky-Apap	Work on legal review process.	1.40
10/31/12	A. Mavraganis	Review loan files.	2.80
10/31/12	A.J.P.R. Rhee	Review loan files.	3.20
10/31/12	R.R. Tooley	Review loan files.	7.00
10/31/12	L.S. Welwarth	Review loan files.	3.00

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Date	Name	Services	Time
10/31/12	L.S. Welwarth	Review loan files.	0.50
10/31/12	M. Alexsy	Work on fees application.	0.50

TOTAL CHARGEABLE HOURS..... 834.20

TOTAL FEES..... \$357,386.50

Meals

<u>Date</u>	<u>Code</u>	<u>Description</u>	<u>Units</u>	<u>Cost</u>	<u>Value</u>
10/09/12	CON1	Meals - FOUR SEASONS HOTEL PHILA. G. APFEL-8/27-29/12 MEALS	1	126.42	126.42
10/09/12	CON1	Meals - FOUR SEASONS HOTEL PHILA. G. APFEL 9/4-6/12 MEALS	1	134.72	134.72
10/09/12	CON1	Meals - FOUR SEASONS HOTEL PHILA. G. APFEL-9/10-11/12 MEALS	1	95.31	95.31
10/23/12	CON1	Meals - GARY APFEL - DINNER AT PUBLIC HOUSE, PHILA ON 10/15/12	1	65.68	65.68
10/23/12	CON1	Meals - GARY APFEL - LUNCH AT CORNER BISTRO, PHILA ON 10/17/12	1	5.32	5.32
10/26/12	CON1	Meals - DEBORAH KOVSKY-APAP - LUNCH 10/18/12 - PARADIES SHOP, PHILA AIRPORT	1	17.51	17.51
10/26/12	CON1	Meals - DEBORAH KOVSKY-APAP - BREAKFAST 10/17/12 - CROSSING CAFE, PHILA.	1	3.58	3.58
10/26/12	CON1	Meals - DEBORAH KOVSKY-APAP - LUNCH 10/17/12 CORNER BISTRO, PHILA.	1	13.16	13.16
10/26/12	CON1	Meals - DEBORAH KOVSKY-APAP & GARY APFEL - DINNER 10/17/12 - HAMIFGASH RESTAURANT, PHILA	1	76.55	76.55
SubTotal For: Meals					\$538.25

Docket Search

Ally Financial, Inc.
Client/Matter Number: 139697.00002
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<u>Date</u>	<u>Code</u>	<u>Description</u>	<u>Units</u>	<u>Cost</u>	<u>Value</u>
10/17/12	DKT1	PACER SERVICE CENTER 7/1 TO 9/30/12	1	37.50	37.50
SubTotal For: Docket Search					\$37.50

Court Liaison Card Fees

<u>Date</u>	<u>Code</u>	<u>Description</u>	<u>Units</u>	<u>Cost</u>	<u>Value</u>
10/31/12	FEE10	PACER REFERENCE SERVICE - 070112 - 083112	1	7.20	7.20
10/31/12	FEE10	PACER REFERENCE SERVICE - 070112 - 083112	1	9.10	9.10
10/31/12	FEE10	PACER REFERENCE SERVICE - 070112 - 083112	1	43.50	43.50
10/31/12	FEE10	PACER REFERENCE SERVICE - 070112 - 083112	1	7.10	7.10
10/31/12	FEE10	PACER REFERENCE SERVICE - 070112 - 083112	1	0.70	0.70
10/31/12	FEE10	PACER REFERENCE SERVICE - 070112 - 083112	1	61.40	61.40
SubTotal For: Court Liaison Card Fees					\$129.00

Telephone

<u>Date</u>	<u>Code</u>	<u>Description</u>	<u>Units</u>	<u>Cost</u>	<u>Value</u>
10/02/12	TEL1	Telephone - VERIZON VIDEO CONFERENCING	1	1,040.99	1,040.99
SubTotal For: Telephone					\$1,040.99

Telephone

<u>Date</u>	<u>Code</u>	<u>Description</u>	<u>Units</u>	<u>Cost</u>	<u>Value</u>
09/21/12	TEL2	Soundpath conference call	1	91.32	91.32
09/27/12	TEL2	Soundpath conference call	1	172.84	172.84
10/04/12	TEL2	Soundpath conference call	1	15.04	15.04
10/11/12	TEL2	Soundpath conference call	1	133.35	133.35

Ally Financial, Inc.
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10/12/12	TEL2	Soundpath conference call	1	7.48	7.48
SubTotal For: Telephone					\$420.03

Travel Expense

<u>Date</u>	<u>Code</u>	<u>Description</u>	<u>Units</u>	<u>Cost</u>	<u>Value</u>
10/08/12	TRV1	Travel Expense - FOUR SEASONS HOTEL PHILA. D. KOVSKY-APAP 9/10-11/12 LODGING	1	564.48	564.48
10/08/12	TRV1	Travel Expense - FOUR SEASONS HOTEL PHILA. J. VANDEWYNGEARDE 8/28/12 LODGING	1	282.24	282.24
10/08/12	TRV1	Travel Expense - FOUR SEASONS HOTEL PHILA. D. KOVSKY-APAP 8/27-29/12 LODGING	1	846.72	846.72
10/08/12	TRV1	Travel Expense - FOUR SEASONS HOTEL PHILA. D. KOVSKY-APAP 9/4/12 LODGING	1	282.24	282.24
10/09/12	TRV1	Travel Expense - FOUR SEASONS HOTEL PHILA. G. APFEL-9/10-11/12 LODGING	1	571.48	571.48
10/09/12	TRV1	Travel Expense - FOUR SEASONS HOTEL PHILA. G. APFEL 8/27-29/12 LODGING	1	601.48	601.48
10/09/12	TRV1	Travel Expense - FOUR SEASONS HOTEL PHILA. G. APFEL 9/4-5/12 LODGING	1	571.48	571.48
10/19/12	TRV1	Travel Expense - DEBORAH KOVSKY-APAP - ROUNDTRIP AIRFARE RE: 10/16/12 TRAVEL TO PHILADELPHIA	1	884.00	884.00
10/23/12	TRV1	Travel Expense - GARY APFEL - CAB HOME TO LAX 10/16/12	1	57.00	57.00
10/23/12	TRV1	Travel Expense - GARY APFEL - EXPENSES FOR 10/16-18/12 - CAB FROM PHILA AIRPORT TO HOTEL 10/16/12	1	35.64	35.64
10/23/12	TRV1	Travel Expense - GARY APFEL - CAB LAX TO HOME 10/18/12	1	58.00	58.00
10/26/12	TRV1	Travel Expense - DEBORAH KOVSKY-APAP - EXPENSES RELATED TO PHILADELPHIA TRAVEL - CAB 10/16/12	1	37.10	37.10

Ally Financial, Inc.

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10/26/12	TRV1	Travel Expense - DEBORAH KOVSKY- APAP - EXPENSES RELATED TO PHILADELPHIA TRAVEL - CAB 10/17/12	1	11.50	11.50
10/26/12	TRV1	Travel Expense - DEBORAH KOVSKY- APAP - EXPENSES RELATED TO PHILADELPHIA TRAVEL - PARKING 10/18/12	1	60.00	60.00
10/26/12	TRV1	Travel Expense - DEBORAH KOVSKY- APAP - EXPENSES RELATED TO PHILADELPHIA TRAVEL FOR 10/16- 18/12 - CAR RENTAL 10/17/12	1	52.79	52.79
10/26/12	TRV1	Travel Expense - DEBORAH KOVSKY- APAP - EXPENSES RELATED TO PHILADELPHIA TRAVEL FOR 10/16- 18/12 - FLIGHT INTERNET	1	4.95	4.95
10/26/12	TRV1	Travel Expense - DEBORAH KOVSKY- APAP - EXPENSES RELATED TO PHILADELPHIA TRAVEL - CAB 10/16/12	1	29.60	29.60
10/31/12	TRV1	DEBORAH KOVSKY-APAP - 11/5-8/12 ROUNDTRIP AIRFARE DETROIT TO PHILADELPHIA	1	1,253.00	1,253.00
SubTotal For: Travel Expense					\$6,203.70

Travel Expense

<u>Date</u>	<u>Code</u>	<u>Description</u>	<u>Units</u>	<u>Cost</u>	<u>Value</u>
10/26/12	TRV2	APFEL 101612-101812 - ROUNDTRIP AIRFARE LA TO PHILA.	1	1,093.20	1,093.20
10/26/12	TRV2	APFEL 101612 - AIR TRAVEL CHANGE	1	42.00	42.00
SubTotal For: Travel Expense					\$1,135.20

Local Transportation

<u>Date</u>	<u>Code</u>	<u>Description</u>	<u>Units</u>	<u>Cost</u>	<u>Value</u>
10/08/12	TXII	Local Transportation - BOSTON COACH G. APFEL 9/12/12 CAR SERVICE TO PHILA AIRPORT	1	103.92	103.92

Ally Financial, Inc.

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10/08/12	TXII	Local Transportation - BOSTON COACH G. APFEL 9/6/12 CAR SERVICE TO PHILA AIRPORT	1	104.92	104.92
10/08/12	TXII	Local Transportation - BOSTON COACH G. APFEL 8/29/12 CAR SERVICE TO PHILA AIRPORT	1	106.73	106.73
SubTotal For: Local Transportation					\$315.57

TOTAL EXPENSES\$9,820.24

TOTAL AMOUNT DUE\$367,206.74

Ally Financial, Inc.
Client/Matter Number: 139697.00002
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The following is a summary of the time dedicated and the fees charged to this matter by the Firm's professional staff:

		Hours	Rate	Fee
G. Apfel	Partner	108.50	850.00	92,225.00
K. Kress	Partner	5.20	475.00	2,470.00
W.R. Wagner	Partner	21.60	770.00	16,632.00
K.B. Braun	Of Counsel	39.60	450.00	17,820.00
L.A. Poltrock	Of Counsel	19.40	365.00	7,081.00
R.L. Vanderpool, IV	Of Counsel	24.10	530.00	12,773.00
J. VandeWyngearde	Of Counsel	62.40	385.00	24,024.00
E.L. Coccia	Associate	44.10	245.00	10,804.50
Andrea M. de Vries	Associate	70.80	380.00	26,904.00
C.A. DiValentino	Associate	12.40	315.00	3,906.00
A.L. Harris	Associate	33.40	245.00	8,183.00
C.B. Holtzman	Associate	61.90	315.00	19,498.50
D. Kovsky-Apap	Associate	130.80	500.00	65,400.00
A. Mavraganis	Associate	31.10	245.00	7,619.50
A.J.P.R. Rhee	Associate	40.90	315.00	12,883.50
R.R. Tooley	Associate	56.00	225.00	12,600.00
L.S. Welwarth	Associate	57.70	235.00	13,559.50
M. Alexsy	Paralegal	14.30	210.00	3,003.00
Total		834.20		\$357,386.50

Pepper Hamilton LLP
Attorneys at Law

Suite 1670
Wells Fargo Tower
333 South Grand Avenue
Los Angeles, CA 90071
213.293.3130

REMITTANCE PAGE

Tammy Hamzehpour, General Counsel
Ally Financial, Inc.
1100 Virginia Drive
Fort Washington, PA 19034

Invoice Number: 10781718
November 14, 2012
Matter Number: 139697.00002

RE: Foreclosure Look Back Review

FOR PROFESSIONAL SERVICES RENDERED through October 31, 2012

Total Fees	\$357,386.50
Total Expenses and Services	\$9,820.24
Total Amount Due	\$367,206.74

PLEASE RETURN WITH REMITTANCE

To Wire Payment Wells Fargo Bank, Philadelphia, PA ABA# 121000248; Acct#: 2 0000 492 01 046
Swift# WFBUIUS6S

PLEASE REFERENCE INVOICE NUMBER

Pepper Hamilton LLP
Attorneys at Law

Wells Fargo Tower
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Los Angeles, CA 90071-9500
213.293.3130
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Gary Apfel
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apfelg@pepperlaw.com

January 9, 2013

VIA FEDERAL EXPRESS

Morrison & Foerster LLP
1290 Avenue of the Americas
New York, NY 10104
Attn: Darren M. Nashelsky, Gary S. Lee and
Lorenzo Marinuzzi

Office of the United States Trustee
for the Southern District of New York
33 Whitehall Street, 21st Floor
New York, NY 10004
Attn: Tracy Hope Davis, Linda A. Riffkin,
and Brian S. Masumoto

Kramer Levin Naftalis & Frankel LLP
1177 Avenue of the Americas
New York, NY 10036
Attn: Kenneth H. Eckstein and
Douglas H. Mannal

Kirkland & Ellis
601 Lexington Avenue
New York, NY 10022
Attn: Richard M. Cieri and Ray C. Schrock

Skadden, Arps, Slate, Meagher & Flom LLP
4 Times Square
New York, New York 10036
Attn: Kenneth S. Ziman and
Jonathan H. Hofer

Residential Capital, LLC
1100 Virginia Dr.
Ft. Washington, Pennsylvania, 19034
Attn: Tammy Hamzehpour

Re: ***In re Residential Capital, LLC, et al.***
Case No. 12-12020

Dear Counsel:

Pursuant to the Court's July 17, 2012 *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals* (the "Order"), enclosed please find Pepper Hamilton LLP's monthly fee statement for the period November 1, 2012 through November 30, 2012 (the "Statement"), which was served on the parties listed in paragraph (a) of the Order, on January 9, 2013.

Pepper Hamilton LLP
Attorneys at Law

January 9, 2013


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In the absence of a timely objection, the Debtors shall pay \$368,032.67, consisting of the sum of (a) \$362,633.80, an amount equal to 80% of the fees ($\$362,633.80 = \$453,292.25 \times 0.80$) and (b) 100% of the expenses (\$5,398.87) being requested in the Statement.

Objections to the Statement are due by January 29, 2013.

Sincerely,

PEPPER HAMILTON LLP


Gary Apfel
Attorney at Law

MEA
Enc.



Suite 1670
Wells Fargo Tower
333 South Grand Avenue
Los Angeles, CA 90071
213.293.3130

Invoice Number: 10788585
Client/Matter Number: 139697.00002
January 7, 2013

Tammy Hamzehpour, General Counsel
GMAC Mortgage LLC
1100 Virginia Drive
Fort Washington, PA 19034

William B. Solomon, Jr. General Counsel
Ally Financial, Inc.
200 Renaissance Center
Detroit, MI 48265-2000

Requesting Attorney: Gary Apfel

Federal Identification No. 23-1433012

FOR PROFESSIONAL SERVICES RENDERED through November 30, 2012 as follows

RE: Foreclosure Look Back Review

Date	Name	Services	Time
10/26/12	W.R. Wagner	Review loan Files.	3.60
10/26/12	W.R. Wagner	Telephone conferences with D.Kovsky re loan review process.	0.50
11/1/12	G. Apfel	Work on borrower harm issue.	0.80
11/1/12	G. Apfel	Review loan files.	3.00
11/1/12	G. Apfel	Conference call with other ILC's re remediation framework.	0.80
11/1/12	K. Kress	Review loan files.	3.10
11/1/12	F.A. Mayer	Review loan files.	4.50
11/1/12	W.R. Wagner	Foreclosure lookback review training.	3.25
11/1/12	K.B. Braun	Review loan files.	5.10
11/1/12	L.A. Poltrock	Review loan files.	3.20
11/1/12	R.L. Vanderpool, IV	Review loan files.	3.10
11/1/12	J. VandeWyngearde	Review loan files.	3.20
11/1/12	E.L. Coccia	Review loan files.	3.10
11/1/12	Andrea M. de Vries	Review loan files.	5.70
11/1/12	A.L. Harris	Review loan files.	2.90
11/1/12	C.B. Holtzman	Review loan files.	3.70

GMAC Mortgage LLC

Ally Financial, Inc.

Client/Matter Number: 139697.00002

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Date	Name	Services	Time
11/1/12	D. Kovsky-Apap	Review loan files.	3.70
11/1/12	D. Kovsky-Apap	Participate in conference call re remediation with other ILCs.	1.10
11/1/12	A.J.P.R. Rhee	Review loan files.	0.40
11/1/12	L.S. Welwarth	Review loan files.	3.30
11/1/12	L.S. Welwarth	Work on borrower remediation memo to provide additional guidance, discussing different types of violations.	0.80
11/1/12	M. Alexsy	Communication from E. Coccia re question re assigned loan and investigate same.	0.40
11/1/12	M. Alexsy	Work on fee applications.	1.20
11/2/12	G. Apfel	Conference call with PwC and Hudson Cook re loan review process.	1.00
11/2/12	G. Apfel	Conference call with PwC and ILC's re remediation framework.	0.80
11/2/12	G. Apfel	Research on collection of prepetition amounts from foreclosure proceeds.	0.50
11/2/12	G. Apfel	Research on cases regarding remediation framework.	1.10
11/2/12	G. Apfel	Work on legal review process.	0.90
11/2/12	F.A. Mayer	Review loan files.	3.50
11/2/12	K.B. Braun	Review loan files.	0.60
11/2/12	K.B. Braun	Draft standards for 2nd handoff review of call notes.	1.00
11/2/12	L.A. Poltrock	Review loan files.	1.80
11/2/12	E.L. Coccia	Review loan files.	4.70
11/2/12	E.L. Coccia	Review loans files.	0.30
11/2/12	Andrea M. de Vries	Review loan files	6.20
11/2/12	A.L. Harris	Review loan files.	2.50
11/2/12	C.B. Holtzman	Review loan files.	3.20
11/2/12	D. Kovsky-Apap	Participate in weekly update call with PwC and Hudson Cook.	1.20
11/2/12	D. Kovsky-Apap	Participate in conference call re remediation with PwC and other ILCs.	1.10
11/2/12	D. Kovsky-Apap	Review and analyze proposed remediation framework.	0.30
11/2/12	A. Mavraganis	Review loan files.	4.20
11/2/12	A.J.P.R. Rhee	Review loan files.	5.70
11/2/12	R.R. Tooley	Review loan files.	2.50
11/2/12	L.S. Welwarth	Review loan files.	4.00
11/2/12	L.S. Welwarth	Conference call with PwC to discuss remedation framework.	1.00

GMAC Mortgage LLC

Ally Financial, Inc.

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January 7, 2013

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Date	Name	Services	Time
11/2/12	M. Alexsy	Work on loan review assignments.	0.20
11/2/12	M. Alexsy	Work on loan review assignments.	0.20
11/4/12	F.A. Mayer	Review of files.	3.70
11/4/12	E.L. Coccia	Review loans files.	5.10
11/5/12	G. Apfel	Review loan files.	3.80
11/5/12	G. Apfel	Research on case re borrower harm.	1.10
11/5/12	G. Apfel	Work on loan review process.	0.60
11/5/12	F.A. Mayer	Loan file review.	2.70
11/5/12	K.B. Braun	Review loan files.	2.20
11/5/12	J. VandeWyngearde	Review loan files.	2.10
11/5/12	J. VandeWyngearde	Work on legal review process.	0.20
11/5/12	E.L. Coccia	Review loan files.	7.50
11/5/12	Andrea M. de Vries	Review loan files.	5.40
11/5/12	A.L. Harris	Review loan files.	3.90
11/5/12	C.B. Holtzman	Review loan files.	4.20
11/5/12	D. Kovsky-Apap	Work on loan review process.	0.20
11/5/12	D. Kovsky-Apap	Work on changes to review questions.	0.90
11/5/12	D. Kovsky-Apap	Review case law re remediation of stay violations.	5.50
11/5/12	D. Kovsky-Apap	Participate in weekly update call with PwC and GMAC.	1.10
11/5/12	A. Mavraganis	Review loan files.	0.30
11/5/12	R.R. Tooley	Review loan files.	7.00
11/5/12	L.S. Welwarth	Review loan files.	2.50
11/5/12	M. Alexsy	Work on loan review assignments.	0.90
11/6/12	G. Apfel	Review loan files.	2.50
11/6/12	G. Apfel	Work on loan review process with PwC.	6.00
11/6/12	G. Apfel	Research on borrower harm.	1.60
11/6/12	F.A. Mayer	Review loan files.	5.80
11/6/12	K.B. Braun	Review loan files.	4.70
11/6/12	E.L. Coccia	Review loan files.	7.30
11/6/12	Andrea M. de Vries	Review loan files.	5.50
11/6/12	A.L. Harris	Review loan files.	5.40
11/6/12	C.B. Holtzman	Review loan files.	3.60
11/6/12	D. Kovsky-Apap	Review loan files.	2.50
11/6/12	D. Kovsky-Apap	Work with PwC on legal review process.	5.90
11/6/12	A. Mavraganis	Review loan files.	4.00
11/6/12	R.R. Tooley	Review loan files.	4.00
11/6/12	L.S. Welwarth	Review loan files.	3.00

GMAC Mortgage LLC

Ally Financial, Inc.

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Date	Name	Services	Time
11/7/12	G. Apfel	Meeting with PwC and GMAC to review loan review process.	1.00
11/7/12	G. Apfel	Work on legal review process.	0.80
11/7/12	G. Apfel	Work on loan review process.	0.40
11/7/12	G. Apfel	Research on borrower harm cases.	1.60
11/7/12	F.A. Mayer	Review loan files.	4.70
11/7/12	K.B. Braun	Review loan files.	2.30
11/7/12	L.A. Poltrock	Review loan files.	6.10
11/7/12	E.L. Coccia	Review loan files.	5.30
11/7/12	Andrea M. de Vries	Review loan files.	5.30
11/7/12	A.L. Harris	Review loan files.	3.70
11/7/12	D. Kovsky-Apap	Prepare for and participate in meeting with PwC and GMAC re loan review process.	2.10
11/7/12	D. Kovsky-Apap	Work on loan review process.	0.50
11/7/12	A. Mavraganis	Review loan files.	2.40
11/7/12	R.R. Tooley	Review loan files.	3.00
11/7/12	L.S. Welwarth	Review loan files.	0.10
11/7/12	M. Alexsy	Work on loan assignments.	0.90
11/8/12	G. Apfel	Review loan files.	2.10
11/8/12	G. Apfel	Work on legal review process.	1.10
11/8/12	G. Apfel	Work on loan review process.	0.90
11/8/12	W.R. Wagner	Review loan files.	2.70
11/8/12	K.B. Braun	Review loan files.	2.60
11/8/12	L.A. Poltrock	Review loan files.	2.90
11/8/12	R.L. Vanderpool, IV	Review loan files.	2.50
11/8/12	E.L. Coccia	Review loan files	4.50
11/8/12	A.L. Harris	Review loan files.	3.10
11/8/12	C.B. Holtzman	Review loan files.	3.30
11/8/12	D. Kovsky-Apap	Work on legal review process.	2.10
11/8/12	D. Kovsky-Apap	Review loan files.	3.60
11/8/12	A.J.P.R. Rhee	Review loan files.	7.00
11/8/12	M. Alexsy	Work on loan review assignments.	0.30
11/9/12	G. Apfel	Conference call with PwC and Hudson Cook re loan review process.	0.90
11/9/12	G. Apfel	Work on legal review process.	0.80
11/9/12	G. Apfel	Work on escrow issue.	1.30
11/9/12	G. Apfel	Conference call with other ILC's re remediation framework.	0.90

GMAC Mortgage LLC

Ally Financial, Inc.

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Date	Name	Services	Time
11/9/12	K. Kress	Review loan files.	2.00
11/9/12	F.A. Mayer	Review loan files.	1.50
11/9/12	L.A. Poltrock	Review loan files.	3.20
11/9/12	R.L. Vanderpool, IV	Review loan files.	1.60
11/9/12	E.L. Coccia	Review loan files.	3.30
11/9/12	C.B. Holtzman	Review loan files.	4.20
11/9/12	D. Kovsky-Apap	Participate in status conference call with PwC and Hudson Cook.	1.00
11/9/12	D. Kovsky-Apap	Participate in conference call with other ILCs re remediation and other open issues.	1.10
11/9/12	D. Kovsky-Apap	Review loan files.	2.60
11/9/12	A. Mavraganis	Review loan files.	1.60
11/9/12	A.J.P.R. Rhee	Review loan files.	2.30
11/9/12	L.S. Welwarth	Work on list of standing orders and local rules re automatic stay.	0.60
11/9/12	M. Alexsy	Work on loan review assignments.	1.40
11/10/12	J. VandeWyngearde	Review loan files.	3.50
11/10/12	E.L. Coccia	Review loan files.	0.30
11/10/12	D. Kovsky-Apap	Work on legal review process.	1.40
11/10/12	D. Kovsky-Apap	Review loan files.	2.10
11/11/12	D. Kovsky-Apap	Review loan files.	2.30
11/12/12	G. Apfel	Work on standing orders regarding stay.	1.60
11/12/12	G. Apfel	Work on legal review process.	1.20
11/12/12	G. Apfel	Review loan files.	4.60
11/12/12	K. Kress	Review loan files.	5.10
11/12/12	K.B. Braun	Review loan files.	0.60
11/12/12	L.A. Poltrock	Review loan files.	0.90
11/12/12	R.L. Vanderpool, IV	Review loan files.	2.60
11/12/12	J. VandeWyngearde	Review loan files.	2.80
11/12/12	E.L. Coccia	Review loan files.	2.00
11/12/12	Andrea M. de Vries	Review loan files.	5.80
11/12/12	C.B. Holtzman	Review loan files.	5.50
11/12/12	D. Kovsky-Apap	Review loan files.	3.80
11/12/12	A. Mavraganis	Review loan files.	0.20
11/12/12	A.J.P.R. Rhee	Review loan files.	2.10
11/12/12	R.R. Tooley	Review loan files.	5.00
11/12/12	L.S. Welwarth	Work on list of standing orders and local rules re automatic stay.	1.10

GMAC Mortgage LLC

Ally Financial, Inc.

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Date	Name	Services	Time
11/12/12	L.S. Welwarth	Review loan files.	0.30
11/12/12	M. Alexsy	Work on fee application.	0.30
11/12/12	M. Alexsy	Assign new loans.	0.90
11/13/12	G. Apfel	Meeting with PwC and FRB to review loan review process.	2.00
11/13/12	G. Apfel	Work on loan review process.	1.80
11/13/12	G. Apfel	Work on legal review process.	1.60
11/13/12	K. Kress	Review loan files.	2.60
11/13/12	W.R. Wagner	Review loan files.	3.20
11/13/12	K.B. Braun	Review loan files.	0.70
11/13/12	R.L. Vanderpool, IV	Review loan files.	0.75
11/13/12	Andrea M. de Vries	Review loan files.	3.90
11/13/12	A.L. Harris	Review loan files.	1.70
11/13/12	C.B. Holtzman	Review loan files.	5.60
11/13/12	D. Kovsky-Apap	Work on loan review process.	2.20
11/13/12	D. Kovsky-Apap	Meeting with PwC and FRB re loan review process.	2.00
11/13/12	D. Kovsky-Apap	Review loan files.	1.30
11/13/12	A. Mavraganis	Review loan files.	4.90
11/13/12	R.R. Tooley	Review loan files.	0.75
11/13/12	L.S. Welwarth	Review loan files.	6.00
11/13/12	M. Alexsy	Work on loan review assignments.	0.40
11/14/12	G. Apfel	Meeting with PwC re loan review process.	3.10
11/14/12	G. Apfel	Meeting with GMAC and PwC re loan review process.	1.00
11/14/12	G. Apfel	Work on fees application.	0.80
11/14/12	G. Apfel	Work on legal review process.	1.10
11/14/12	K. Kress	Review loan Files.	1.00
11/14/12	F.A. Mayer	Review loan files.	3.30
11/14/12	W.R. Wagner	Review loan files.	3.30
11/14/12	K.B. Braun	Loan review.	2.80
11/14/12	L.A. Poltrock	Review loan files.	2.10
11/14/12	R.L. Vanderpool, IV	Review loan files.	0.80
11/14/12	E.L. Coccia	Review loan files.	4.50
11/14/12	A.L. Harris	Review loan files.	4.50
11/14/12	C.B. Holtzman	Review loan files.	2.90
11/14/12	D. Kovsky-Apap	Work on loan review process with PwC.	4.10

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Date	Name	Services	Time
11/14/12	D. Kovsky-Apap	Meeting with GMAC and PwC re loan review process.	1.20
11/14/12	A. Mavraganis	Review loan files.	2.20
11/14/12	A.J.P.R. Rhee	Review loan files.	1.40
11/14/12	L.S. Welwarth	Review loan files.	2.70
11/15/12	G. Apfel	Work on legal review process.	1.30
11/15/12	G. Apfel	Review loan files.	1.40
11/15/12	W.R. Wagner	Review loan files.	3.20
11/15/12	K.B. Braun	Review loan files.	7.70
11/15/12	L.A. Poltrock	Review loan files.	2.40
11/15/12	R.L. Vanderpool, IV	Review loan files.	6.50
11/15/12	J. VandeWyngearde	Review loan files.	3.20
11/15/12	E.L. Coccia	Review loan files.	3.00
11/15/12	Andrea M. de Vries	Review loan files	4.60
11/15/12	A.L. Harris	Review loan files.	0.20
11/15/12	C.B. Holtzman	Review loan files.	4.40
11/15/12	D. Kovsky-Apap	Review loan files.	4.90
11/15/12	A. Mavraganis	Review loan files.	0.90
11/15/12	L.S. Welwarth	Review loan files.	0.60
11/15/12	M. Alexsy	Work on fee applications.	0.80
11/16/12	G. Apfel	Work on legal review process.	2.70
11/16/12	G. Apfel	Conference call with PwC and Hudson Cook re loan review process.	0.40
11/16/12	G. Apfel	Work on loan review process.	0.60
11/16/12	G. Apfel	Review loan files.	1.10
11/16/12	K.B. Braun	Review loan files.	3.10
11/16/12	L.A. Poltrock	Review loan files.	1.50
11/16/12	R.L. Vanderpool, IV	Review loan files.	5.50
11/16/12	Andrea M. de Vries	Review loan files.	4.70
11/16/12	A.L. Harris	Review loan files.	2.70
11/16/12	C.B. Holtzman	Review loan files.	6.60
11/16/12	D. Kovsky-Apap	Review loan files.	2.70
11/16/12	A.J.P.R. Rhee	Review loan files.	2.70
11/16/12	L.S. Welwarth	Review loan files.	0.20
11/16/12	M. Alexsy	Work on loan assignments.	2.70
11/16/12	M. Alexsy	Work on fee application.	0.40
11/17/12	D. Kovsky-Apap	Review loan files.	1.30

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Date	Name	Services	Time
11/18/12	G. Apfel	Work on loan review process.	0.40
11/18/12	G. Apfel	Review loan files.	6.80
11/18/12	K.B. Braun	Review loan files.	2.70
11/18/12	J. VandeWyngearde	Review loan files.	1.00
11/18/12	A.L. Harris	Review loan files.	1.40
11/18/12	D. Kovsky-Apap	Review loan files.	8.30
11/19/12	G. Apfel	Work on legal review process.	1.80
11/19/12	G. Apfel	Review loan files.	3.10
11/19/12	K. Kress	Work on legal review process.	0.80
11/19/12	F.A. Mayer	Review loan files.	2.60
11/19/12	W.R. Wagner	Review loan files.	4.00
11/19/12	K.B. Braun	Review loan files.	2.00
11/19/12	L.A. Poltrock	Review loan files.	1.50
11/19/12	J. VandeWyngearde	Review loan files.	1.60
11/19/12	J. VandeWyngearde	Review loan files.	1.50
11/19/12	E.L. Coccia	Review loan files.	5.70
11/19/12	Andrea M. de Vries	Review loan files	3.30
11/19/12	A.L. Harris	Review loan files.	5.30
11/19/12	C.B. Holtzman	Review loan files.	5.30
11/19/12	D. Kovsky-Apap	Work on legal review process.	2.50
11/19/12	D. Kovsky-Apap	Participate in weekly status conference call with FRB and PwC.	0.70
11/19/12	D. Kovsky-Apap	Review loan files.	4.40
11/19/12	A. Mavraganis	Work on loan review process.	1.50
11/19/12	A.J.P.R. Rhee	Review loan files.	4.20
11/19/12	R.R. Tooley	Review loan files.	5.00
11/19/12	L.S. Welwarth	Work on loan review process.	0.40
11/19/12	L.S. Welwarth	Review loan files.	2.00
11/19/12	L.S. Welwarth	Draft email to summarize discussions on review training call.	0.20
11/19/12	L.S. Welwarth	Work on list of standing orders and local rules re automatic stay.	0.30
11/19/12	M. Alexsy	Work on fee application.	2.50
11/20/12	G. Apfel	Work on legal review process.	3.40
11/20/12	G. Apfel	Review loan files.	0.70
11/20/12	G. Apfel	Research re joint bankruptcies.	0.50
11/20/12	K. Kress	Review loan files.	1.60
11/20/12	W.R. Wagner	Review loan files.	3.70
11/20/12	K.B. Braun	Work on legal review process.	1.50

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Date	Name	Services	Time
11/20/12	K.B. Braun	Review loan files.	0.90
11/20/12	L.A. Poltrock	Review loan files.	1.50
11/20/12	R.L. Vanderpool, IV	Review loan files.	1.30
11/20/12	J. VandeWyngearde	Review loan files.	5.90
11/20/12	E.L. Coccia	Review loan files.	2.60
11/20/12	A.L. Harris	Review loan files.	4.20
11/20/12	C.B. Holtzman	Review loan files.	4.30
11/20/12	D. Kovsky-Apap	Review loan files.	7.50
11/20/12	D. Kovsky-Apap	Work on legal review process.	3.40
11/20/12	A. Mavraganis	Review loan files.	5.20
11/20/12	A.J.P.R. Rhee	Review loan files.	1.40
11/20/12	R.R. Tooley	Review loan files.	3.00
11/20/12	L.S. Welwarth	Review loan files.	4.30
11/20/12	M. Alexsy	Work on fee application.	4.60
11/21/12	G. Apfel	Work on legal review process.	1.10
11/21/12	G. Apfel	Review loan files.	4.20
11/21/12	G. Apfel	Research re pre petition foreclosure sale and post petition recordation.	0.60
11/21/12	K. Kress	Review loan files.	0.70
11/21/12	W.R. Wagner	Review loan files.	3.10
11/21/12	Andrea M. de Vries	Review loan files.	2.10
11/21/12	A.L. Harris	Review loan files.	0.60
11/21/12	C.B. Holtzman	Review loan files.	3.90
11/21/12	D. Kovsky-Apap	Work on legal review process.	0.70
11/21/12	D. Kovsky-Apap	Review loan files.	2.10
11/21/12	A.J.P.R. Rhee	Review loan files.	0.80
11/21/12	R.R. Tooley	Review loan files.	1.50
11/21/12	L.S. Welwarth	Review loan files.	2.10
11/22/12	W.R. Wagner	Review loan files.	3.20
11/22/12	D. Kovsky-Apap	Work on legal review process.	0.60
11/23/12	W.R. Wagner	Review loan files.	4.30
11/23/12	K.B. Braun	Review loan files.	3.30
11/23/12	L.A. Poltrock	Review loan files.	0.50
11/23/12	D. Kovsky-Apap	Review loan files.	1.50
11/23/12	D. Kovsky-Apap	Work on legal review process.	1.60
11/24/12	K.B. Braun	Review loan files.	5.60
11/24/12	D. Kovsky-Apap	Work on legal review process.	4.40
11/25/12	G. Apfel	Work on loan review process.	0.60

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Date	Name	Services	Time
11/25/12	F.A. Mayer	Review loan files.	2.30
11/25/12	W.R. Wagner	Review loan files.	4.40
11/25/12	K.B. Braun	Review loan files.	2.00
11/25/12	J. VandeWyngearde	Review loan files.	0.80
11/25/12	E.L. Coccia	Review loan files.	1.50
11/25/12	D. Kovsky-Apap	Review loan files.	0.50
11/25/12	D. Kovsky-Apap	Work on legal review process.	3.00
11/26/12	G. Apfel	Work on legal review process.	1.10
11/26/12	W.R. Wagner	Review loan files.	4.70
11/26/12	K.B. Braun	Review loan files.	0.20
11/26/12	J. VandeWyngearde	Review loan files.	1.30
11/26/12	Andrea M. de Vries	Review loan files.	4.60
11/26/12	A.L. Harris	Review loan files.	1.90
11/26/12	C.B. Holtzman	Review loan files.	1.40
11/26/12	D. Kovsky-Apap	Work on legal review process.	2.20
11/26/12	D. Kovsky-Apap	Review loan files.	1.70
11/26/12	L.S. Welwarth	Review loan files.	8.10
11/26/12	M. Alexsy	Work on loan assignments.	1.20
11/27/12	G. Apfel	Review legal files.	0.80
11/27/12	G. Apfel	Meeting with GMAC and PwC re document retention.	1.00
11/27/12	G. Apfel	Meeting with PwC re fees review.	1.00
11/27/12	G. Apfel	Meeting with PwC re loan review process.	0.80
11/27/12	G. Apfel	Work on legal review process.	1.10
11/27/12	K. Kress	Review loan files.	2.50
11/27/12	F.A. Mayer	Meeting with PwC and GMAC re document retention.	1.00
11/27/12	W.R. Wagner	Review loan files.	3.30
11/27/12	L.A. Poltrock	Review loan files.	6.60
11/27/12	Andrea M. de Vries	Review loan files.	4.40
11/27/12	A.L. Harris	Review loan files.	3.00
11/27/12	C.B. Holtzman	Review loan files.	4.90
11/27/12	D. Kovsky-Apap	Work on legal review process.	0.50
11/27/12	D. Kovsky-Apap	Meet with GMAC and PwC re document retention.	1.00
11/27/12	D. Kovsky-Apap	Work with PwC re loan review process.	3.80
11/27/12	D. Kovsky-Apap	Review loan files.	2.70
11/27/12	M. Alexsy	Work on loan assignments.	0.30
11/28/12	G. Apfel	Work on fees review process.	1.40
11/28/12	G. Apfel	Work on legal review process.	1.60

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Date	Name	Services	Time
11/28/12	G. Apfel	Meeting with PwC and GMAC re loan review process.	1.00
11/28/12	G. Apfel	Work on loan review process with PwC fees and bankruptcy teams.	5.50
11/28/12	W.R. Wagner	Review loan files.	4.10
11/28/12	K.B. Braun	Review loan files.	1.40
11/28/12	L.A. Poltrock	Review loan files.	4.90
11/28/12	J. VandeWyngearde	Review loan files.	2.20
11/28/12	Andrea M. de Vries	Review loan files.	6.40
11/28/12	A.L. Harris	Review loan files.	4.00
11/28/12	C.B. Holtzman	Review loan files.	2.30
11/28/12	D. Kovsky-Apap	Work on loan review process with PwC fees and bankruptcy teams.	5.50
11/28/12	D. Kovsky-Apap	Meeting with GMAC and PwC re loan review process.	1.00
11/28/12	D. Kovsky-Apap	Review loan files.	1.10
11/28/12	L.S. Welwarth	Review loan files	4.00
11/28/12	M. Alexsy	Work on loan assignments.	0.50
11/29/12	G. Apfel	Work on legal review process.	3.10
11/29/12	G. Apfel	Work on remediation framework.	1.20
11/29/12	G. Apfel	Participate in OCC conference call.	1.00
11/29/12	K. Kress	Review loan files.	1.90
11/29/12	W.R. Wagner	Review loan files.	6.20
11/29/12	K.B. Braun	Review loan files.	1.00
11/29/12	L.A. Poltrock	Review loan files.	0.90
11/29/12	R.L. Vanderpool, IV	Review loan files.	1.00
11/29/12	R.L. Vanderpool, IV	Review loan files.	6.00
11/29/12	J. VandeWyngearde	Review loan files.	1.80
11/29/12	E.L. Coccia	Review loan files.	1.50
11/29/12	Andrea M. de Vries	Review loan files.	4.70
11/29/12	A.L. Harris	Review loan files.	7.20
11/29/12	C.B. Holtzman	Review loan files.	4.20
11/29/12	D. Kovsky-Apap	Work on legal review process.	4.60
11/29/12	D. Kovsky-Apap	Review loan files.	2.60
11/29/12	A. Mavraganis	Review loan files.	3.60
11/29/12	A.J.P.R. Rhee	Review loan files.	0.70
11/29/12	N.R. Smarr	Review loan files.	1.50
11/29/12	R.R. Tooley	Review loan files.	2.50

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<u>Date</u>	<u>Name</u>	<u>Services</u>	<u>Time</u>
11/29/12	L.S. Welwarth	Review loan files.	4.80
11/29/12	L.S. Welwarth	Review loan files.	0.80
11/29/12	M. Alexsy	Worked on loan review assignments.	1.80
11/30/12	G. Apfel	Work on legal review process.	2.80
11/30/12	G. Apfel	Conference call with PwC re loan review process.	0.60
11/30/12	D.J. Detweiler	Telephone call with G. Apfel re GMAC assignment.	0.30
11/30/12	D.J. Detweiler	Review and analysis of memorandum on GMAC project and work to be done.	1.00
11/30/12	K. Kress	Review loan files.	0.40
11/30/12	F.A. Mayer	Review loan files.	7.00
11/30/12	W.R. Wagner	Review loan files.	5.40
11/30/12	R.L. Vanderpool, IV	Review loan files.	3.50
11/30/12	J. VandeWyngearde	Review loan files.	2.80
11/30/12	Andrea M. de Vries	Review loan files.	4.80
11/30/12	A.L. Harris	Review loan files.	3.40
11/30/12	C.B. Holtzman	Review loan files.	3.30
11/30/12	D. Kovsky-Apap	Participate in weekly update call with PwC.	0.50
11/30/12	D. Kovsky-Apap	Review loan files.	2.30
11/30/12	A. Mavraganis	Review loan files.	1.50
11/30/12	L.S. Welwarth	Review loan files.	3.20
11/30/12	L.S. Welwarth	Review loan files.	7.10
11/30/12	M. Alexsy	Work on loan assignments,.	1.80

TOTAL CHARGEABLE HOURS 1,003.25

TOTAL FEES \$453,292.25

Meals

<u>Date</u>	<u>Code</u>	<u>Description</u>	<u>Units</u>	<u>Cost</u>	<u>Value</u>
11/12/12	CON1	Meals - GARY APFEL - 11/6/12 DINNER AT FUJI MOUNTAIN, PHILA.	1	71.44	71.44
11/12/12	CON1	Meals - GARY APFEL - 11/5/12 DINNER AT PUBLIC HOUSE, PHILA.	1	53.96	53.96

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<u>Date</u>	<u>Code</u>	<u>Description</u>	<u>Units</u>	<u>Cost</u>	<u>Value</u>
11/19/12	CON1	Meals - GARY APFEL - DINNER AT PUBLIC HOUSE, PHILA. ON 11/12/12	1	36.56	36.56
11/19/12	CON1	Meals - GARY APFEL - LUNCH AT CORNER BISTRO, PHILA. ON 11/13/12	1	12.71	12.71
11/19/12	CON1	Meals - GARY APFEL - DINNER AT FUJI MOUNTAIN, PHILA. ON 11/13/12	1	87.56	87.56
SubTotal For: Meals					\$262.23

Docket Search

<u>Date</u>	<u>Code</u>	<u>Description</u>	<u>Units</u>	<u>Cost</u>	<u>Value</u>
11/07/12	DKT3	070112 - 093012 - PACER SERVICE	1	123.40	123.40
11/07/12	DKT3	070112 - 093012 - PACER SERVICE	1	278.70	278.70
11/07/12	DKT3	PACER REFERENCE SERVICE 070112 - 093012 - Docket Search	1	53.70	53.70
11/27/12	DKT3	092412 - PACER SERVICE	1	2.60	2.60
11/27/12	DKT3	070112 - 093012 - PACER SERVICE	1	129.90	129.90
11/29/12	DKT3	070112 - 093012 - PACER SERVICE	1	49.10	49.10
11/29/12	DKT3	070112 - 093012 - PACER REFERENCE SERVICE	1	19.70	19.70
11/29/12	DKT3	070112 - 093012 - PACER REFERENCE SERVICE	1	38.20	38.20
SubTotal For: Docket Search					\$695.30

Messenger Service

<u>Date</u>	<u>Code</u>	<u>Description</u>	<u>Units</u>	<u>Cost</u>	<u>Value</u>
10/30/12	MES4	FedEx: Office of the U S T NEW YORK CITY	1	26.48	26.48
10/30/12	MES4	FedEx: NEW YORK CITY	1	26.48	26.48
10/30/12	MES4	FedEx: NEW YORK CITY	1	26.48	26.48
10/30/12	MES4	FedEx: NEW YORK CITY	1	26.48	26.48

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10/30/12	MES4	FedEx: NEW YORK CITY	1	26.48	26.48
10/30/12	MES4	FedEx: Attn Tammy Hamzehpo FORT WASHINGTON	1	26.48	26.48
SubTotal For: Messenger Service					\$158.88

Reference Service

<u>Date</u>	<u>Code</u>	<u>Description</u>	<u>Units</u>	<u>Cost</u>	<u>Value</u>
11/02/12	REF1	Reference Service - PACER SERVICE CENTER PACER RESEARCH	1	45.60	45.60
SubTotal For: Reference Service					\$45.60

Telephone

<u>Date</u>	<u>Code</u>	<u>Description</u>	<u>Units</u>	<u>Cost</u>	<u>Value</u>
09/04/12	TEL2	Soundpath conference call	1	11.52	11.52
10/17/12	TEL2	Soundpath conference call	1	27.82	27.82
10/18/12	TEL2	Soundpath conference call	1	51.14	51.14
10/19/12	TEL2	Soundpath conference call	1	0.72	0.72
10/22/12	TEL2	Soundpath conference call	1	19.58	19.58
10/23/12	TEL2	Soundpath conference call	1	95.74	95.74
11/01/12	TEL2	Soundpath conference call	1	82.65	82.65
11/08/12	TEL2	Soundpath conference call	1	48.96	48.96
SubTotal For: Telephone					\$338.13

Travel Expense

<u>Date</u>	<u>Code</u>	<u>Description</u>	<u>Units</u>	<u>Cost</u>	<u>Value</u>
11/12/12	TRV1	Travel Expense - GARY APFEL - 11/7/12 CAB FROM LAX TO HOME	1	56.00	56.00
11/12/12	TRV1	Travel Expense - GARY APFEL - 11/5/12 CAB FROM AIRPORT TO HOTEL IN PHILA	1	35.64	35.64

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11/12/12	TRV1	Travel Expense - GARY APFEL - 11/5/12 CAB FROM HOME TO LAX AIRPORT	1	57.00	57.00
11/13/12	TRV1	Ground Transportation - BOSTON COACH G. APFEL 10/18/12 CAR SERVICE FROM PHILA OFFICE TO PHILA AIRPORT	1	63.35	63.35
11/19/12	TRV1	Travel Expense - GARY APFEL - EXPENSES FOR 11/12-15/12 - CAB HOME TO LAX 11/12/12	1	57.00	57.00
11/19/12	TRV1	Travel Expense - GARY APFEL - EXPENSES FOR 11/12-15/12 - CAB PHILA AIRPORT TO HOTEL 11/12/12	1	35.64	35.64
11/19/12	TRV1	Travel Expense - GARY APFEL - EXPENSES FOR 11/12-15/12 - CAB LAX TO HOME 11/15/12	1	58.00	58.00
SubTotal For: Travel Expense					\$362.63

Travel Expense

<u>Date</u>	<u>Code</u>	<u>Description</u>	<u>Units</u>	<u>Cost</u>	<u>Value</u>
11/08/12	TRV2	APFEL 102912 - ROUNDTRIP AIRFARE - LA TO PHILA	1	1,260.20	1,260.20
11/09/12	TRV2	KOVSKY-APAP 110612 - AIRFARE CHANGE CHARGE - PITTSBURGH TO DETROIT	1	169.00	169.00
11/20/12	TRV2	APFEL 111212 - ROUNDTRIP AIRFARE - LA TO PHILA	1	881.20	881.20
11/30/12	TRV2	APFEL 112612 - ROUNDTRIP AIRFARE - LA TO PHILA	1	1,225.70	1,225.70
SubTotal For: Travel Expense					\$3,536.10

TOTAL EXPENSES..... \$5,398.87

TOTAL AMOUNT DUE..... \$458,691.12

GMAC Mortgage LLC

Ally Financial, Inc.

Client/Matter Number: 139697.00002

January 7, 2013

Invoice: 10788585

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The following is a summary of the time dedicated and the fees charged to this matter by the Firm's professional staff:

		Hours	Rate	Fee
G. Apfel	Partner	109.80	850.00	93,330.00
D.J. Detweiler	Partner	1.30	610.00	793.00
K. Kress	Partner	21.70	475.00	10,307.50
F.A. Mayer	Partner	42.60	690.00	29,394.00
W.R. Wagner	Partner	66.15	770.00	50,935.50
K.B. Braun	Of Counsel	54.00	450.00	24,300.00
L.A. Poltrock	Of Counsel	40.00	365.00	14,600.00
R.L. Vanderpool, IV	Of Counsel	35.15	530.00	18,629.50
J. VandeWyngearde	Of Counsel	33.90	385.00	13,051.50
E.L. Coccia	Associate	62.20	245.00	15,239.00
Andrea M. de Vries	Associate	77.40	380.00	29,412.00
A.L. Harris	Associate	61.60	245.00	15,092.00
C.B. Holtzman	Associate	76.80	315.00	24,192.00
D. Kovsky-Apap	Associate	136.50	500.00	68,250.00
A. Mavraganis	Associate	32.50	245.00	7,962.50
A.J.P.R. Rhee	Associate	28.70	315.00	9,040.50
N.R. Smarr	Associate	1.50	315.00	472.50
R.R. Tooley	Associate	34.25	245.00	8,391.25
L.S. Welwarth	Associate	63.50	235.00	14,922.50
M. Alexsy	Paralegal	23.70	210.00	4,977.00
Total		<u>1003.25</u>		<u>\$453,292.25</u>



Suite 1670
Wells Fargo Tower
333 South Grand Avenue
Los Angeles, CA 90071
213.293.3130

REMITTANCE PAGE

Tammy Hamzehpour, General Counsel
GMAC Mortgage LLC
1100 Virginia Drive
Fort Washington, PA 19034

Invoice Number: 10788585
January 7, 2013
Matter Number: 139697.00002

RE: Foreclosure Look Back Review

FOR PROFESSIONAL SERVICES RENDERED through November 30, 2012

Total Fees	\$453,292.25
Total Expenses and Services	\$5,398.87
Total Amount Due	\$458,691.12

PLEASE RETURN WITH REMITTANCE

To Wire Payment Wells Fargo Bank, Philadelphia, PA ABA# 121000248; Acct#: 2 0000 492 01 046
Swift# WFBIUS6S

PLEASE REFERENCE INVOICE NUMBER



Wells Fargo Tower
333 South Grand Avenue
Suite 1670
Los Angeles, CA 90071-9500
213.293.3130
Fax 213.628.8690

Gary Apfel
direct dial: 213.293.3160
direct fax: 866.307.1028
apfelg@pepperlaw.com

January 30, 2013

VIA FEDERAL EXPRESS

Morrison & Foerster LLP
1290 Avenue of the Americas
New York, NY 10104
Attn: Darren M. Nashelsky, Gary S. Lee and
Lorenzo Marinuzzi

Office of the United States Trustee
for the Southern District of New York
33 Whitehall Street, 21st Floor
New York, NY 10004
Attn: Tracy Hope Davis, Linda A. Riffkin,
and Brian S. Masumoto

Kramer Levin Naftalis & Frankel LLP
1177 Avenue of the Americas
New York, NY 10036
Attn: Kenneth H. Eckstein and
Douglas H. Manna

Kirkland & Ellis
601 Lexington Avenue
New York, NY 10022
Attn: Richard M. Cieri and Ray C. Schrock

Skadden, Arps, Slate, Meagher & Flom LLP
4 Times Square
New York, New York 10036
Attn: Kenneth S. Ziman and
Jonathan H. Hofer

Residential Capital, LLC
1100 Virginia Dr.
Ft. Washington, Pennsylvania, 19034
Attn: Tammy Hamzehpour

Re: ***In re Residential Capital, LLC, et al.***
Case No. 12-12020

Dear Counsel:

Pursuant to the Court's July 17, 2012 *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals* (the "Order"), enclosed please find Pepper Hamilton LLP's monthly fee statement for the period December 1, 2012 through December 31, 2012 (the "Statement"), which was served on the parties listed in paragraph (a) of the Order, on January 30, 2013.

Pepper Hamilton LLP
Attorneys at Law

January 30, 2013

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In the absence of a timely objection, the Debtors shall pay \$316,531.76, consisting of the sum of (a) \$308,092.20, an amount equal to 80% of the fees ($\$308,092.20 = \$385,115.25 \times 0.80$) plus (b) 100% of the expenses (\$8,439.56) being requested in the Statement.

Objections to the Statement are due by February 19, 2013.

Sincerely,

PEPPER HAMILTON LLP

A handwritten signature in black ink that reads "Gary Apfel / meo". The signature is written in a cursive, flowing style.

Gary Apfel
Attorney at Law

MEA
Enc.

Pepper Hamilton LLP

Attorneys at Law

Suite 1670
Wells Fargo Tower
333 South Grand Avenue
Los Angeles, CA 90071
213.293.3130

Invoice Number: 10789300
Client/Matter Number: 139697.00002
January 16, 2013

Tammy Hamzehpour, General Counsel
GMAC Mortgage LLC
1100 Virginia Drive
Fort Washington, PA 19034

William B. Solomon, Jr., General Counsel
Ally Financial, Inc.
200 Renaissance Center
Detroit, M 48265-2000

Requesting Attorney: Gary Apfel

Federal Identification No. 23-1433012

FOR PROFESSIONAL SERVICES RENDERED through December 31, 2012 as follows:

RE: Foreclosure Look Back Review

Date	Name	Services	Time
12/1/12	D. Kovsky-Apap	Review loan files.	6.10
12/1/12	K.B. Braun	Review loan files.	7.40
12/1/12	J. VandeWyngearde	Review loan files.	1.50
12/2/12	G. Apfel	Review loan files.	3.20
12/2/12	D. Kovsky-Apap	Review loan files.	6.80
12/2/12	W.R. Wagner	Review loan files.	3.00
12/2/12	K.B. Braun	Review loan files.	4.90
12/2/12	J. VandeWyngearde	Review loan files.	2.80
12/3/12	G. Apfel	Work on legal review process.	0.60
12/3/12	G. Apfel	Review loan files.	2.20
12/3/12	G. Apfel	Work on remediation framework.	1.60
12/3/12	D.J. Detweiler	Review loan files..	2.00
12/3/12	D.J. Detweiler	Review and analysis of training materials sent by G. Apfel.	0.60
12/3/12	D. Kovsky-Apap	Review loan files.	6.30
12/3/12	D. Kovsky-Apap	Work on legal review process.	2.20
12/3/12	K. Kress	Review loan files.	2.80
12/3/12	K. Kress	Work on legal review process.	0.40
12/3/12	F.A. Mayer	Work on legal review process.	1.20
12/3/12	W.R. Wagner	Review loan files.	2.00
12/3/12	K.B. Braun	Review loan files.	0.70

GMAC/Ally Financial, Inc.
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January 22, 2013

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Date	Name	Services	Time
12/3/12	J. VandeWyngearde	Review loan files.	2.20
12/3/12	Andrea M. de Vries	Review loan files.	4.80
12/3/12	C.B. Holtzman	Review loan files.	4.40
12/3/12	A. Mavraganis	Review loan files.	0.20
12/3/12	M. Alexsy	Work on loan assignments.	1.50
12/4/12	G. Apfel	Work on legal review process.	0.80
12/4/12	G. Apfel	Review loan files.	4.10
12/4/12	G. Apfel	Work on files review questions from PwC.	0.20
12/4/12	D.J. Detweiler	Review loan files.	3.80
12/4/12	D. Kovsky-Apap	Review loan files.	3.40
12/4/12	D. Kovsky-Apap	Work on legal review process.	0.50
12/4/12	K. Kress	Review loan files.	1.50
12/4/12	F.A. Mayer	Review loan files.	1.75
12/4/12	W.R. Wagner	Review loan files.	2.00
12/4/12	K.B. Braun	Review loan files.	1.70
12/4/12	R.L. Vanderpool, IV	Review loan files.	1.50
12/4/12	J. VandeWyngearde	Review loan files.	2.60
12/4/12	J. VandeWyngearde	Work on legal review process.	0.50
12/4/12	E.L. Coccia	Review loan files.	3.90
12/4/12	Andrea M. de Vries	Review loan files.	3.50
12/4/12	A.L. Harris	Review loan files.	4.10
12/4/12	C.B. Holtzman	Review loan files.	4.90
12/4/12	A. Mavraganis	Review loan files.	3.20
12/4/12	A.J.P.R. Rhee	Review loan files.	2.60
12/4/12	R.R. Tooley	Review loan files.	2.00
12/4/12	L.S. Welwarth	Review loan files.	3.50
12/4/12	L.S. Welwarth	Draft of summary of loan review call.	0.80
12/4/12	M. Alexsy	Work on loan assignments.	2.50
12/4/12	M. Alexsy	Work on fee applications.	3.50
12/5/12	G. Apfel	Work on legal review process.	1.40
12/5/12	G. Apfel	Work on remediation framework.	1.60
12/5/12	D.J. Detweiler	Review loan files.	4.20
12/5/12	J.M. Friedman	Review slide presentation re: assignment and consent decree.	1.75
12/5/12	W.R. Wagner	Review loan files.	3.00
12/5/12	J. VandeWyngearde	Review loan files.	1.50
12/5/12	Andrea M. de Vries	Review loan files.	2.20
12/5/12	A.L. Harris	Review loan files.	2.80
12/5/12	C.B. Holtzman	Review loan files.	5.70

GMAC/Ally Financial, Inc.

Client/Matter Number: 139697.00002

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Date	Name	Services	Time
12/5/12	A.J.P.R. Rhee	Review loan files.	0.90
12/5/12	R.R. Tooley	Review loan files.	4.00
12/5/12	M. Alexsy	Work on loan review assignments.	0.50
12/5/12	M. Alexsy	Work on quarterly fee applications.	0.50
12/6/12	G. Apfel	Work on legal review process.	1.70
12/6/12	G. Apfel	Review loan files.	3.10
12/6/12	J.M. Friedman	Go through training with G. Apfel; review Sharepoint instructions.	1.75
12/6/12	W.R. Wagner	Review loan files.	3.00
12/6/12	K.B. Braun	Review loan files.	0.20
12/6/12	E.L. Coccia	Review loan files.	2.50
12/6/12	Andrea M. de Vries	Review loan files.	4.60
12/6/12	A.L. Harris	Review loan files.	3.90
12/6/12	C.B. Holtzman	Review loan files.	3.50
12/6/12	A. Mavraganis	Review loan files.	2.40
12/6/12	A.J.P.R. Rhee	Review loan files.	3.70
12/6/12	N.R. Smarr	Review loan files.	6.90
12/6/12	R.R. Tooley	Review loan files.	8.00
12/6/12	L.S. Welwarth	Review loan files.	4.00
12/7/12	G. Apfel	Conference call with PwC and Hudson Cook re loan review process.	0.50
12/7/12	G. Apfel	Work on legal review process.	1.20
12/7/12	G. Apfel	Review loan files.	4.50
12/7/12	G. Apfel	Conference call with PwC re fees review process.	1.00
12/7/12	D.J. Detweiler	Review loan files.	3.80
12/7/12	J.M. Friedman	Review training material and computer entries; review check lists, etc.	2.00
12/7/12	D. Kovsky-Apap	Review loan files.	1.00
12/7/12	D. Kovsky-Apap	Work on legal review process.	0.80
12/7/12	D. Kovsky-Apap	Participate in status update conference call with PwC and Hudson Cook.	0.50
12/7/12	D. Murphy	Review loan files.	2.30
12/7/12	D. Murray	Review loan files.	2.00
12/7/12	W.R. Wagner	Review loan files.	3.00
12/7/12	K.B. Braun	Review loan files.	0.20
12/7/12	E.L. Coccia	Review loan files.	6.70
12/7/12	A.L. Harris	Review loan files.	2.10
12/7/12	C.B. Holtzman	Review loan files.	4.20
12/7/12	A. Mavraganis	Review loan files.	2.40
12/7/12	A.J.P.R. Rhee	Review loan files.	0.90

GMAC/Ally Financial, Inc.
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Date	Name	Services	Time
12/7/12	N.R. Smarr	Review loan files.	8.50
12/7/12	R.R. Tooley	Review loan files.	8.00
12/7/12	M. Alexsy	Work on loan review assignments.	0.50
12/8/12	G. Apfel	Review loan files.	1.80
12/8/12	D. Kovsky-Apap	Review loan files.	5.30
12/8/12	A. Wisotsky	Review loan files.	1.40
12/8/12	K.B. Braun	Review loan files.	8.20
12/8/12	A.L. Harris	Review loan files.	0.80
12/9/12	G. Apfel	Work on fee application.	1.10
12/9/12	G. Apfel	Work on legal review process.	1.60
12/9/12	G. Apfel	Review loan files.	2.80
12/9/12	D. Kovsky-Apap	Review loan files.	8.50
12/9/12	D. Kovsky-Apap	Work on legal review process.	0.60
12/9/12	W.R. Wagner	Review loan files.	3.00
12/9/12	K.B. Braun	Review loan files.	1.90
12/9/12	B.F. Scotti	Review loan files.	2.00
12/9/12	E.L. Coccia	Review loan files.	6.50
12/9/12	A. Mavraganis	Review loan files.	1.60
12/9/12	L.S. Welwarth	Review loan files.	3.30
12/10/12	G. Apfel	Work on legal review process.	3.80
12/10/12	G. Apfel	Work on fees review process.	0.40
12/10/12	G. Apfel	Review loan files.	2.20
12/10/12	G. Apfel	Conference call with PwC re loan review process.	0.70
12/10/12	J.M. Friedman	Attend training session.	1.75
12/10/12	D. Kovsky-Apap	Work on legal review process.	2.50
12/10/12	K. Kress	Review loan files.	0.30
12/10/12	D. Murphy	Attend training session.	2.80
12/10/12	D. Murray	Review loan files.	5.50
12/10/12	A. Wisotsky	Review loan files.	3.75
12/10/12	B.F. Scotti	Attend training session.	3.00
12/10/12	J. VandeWyngearde	Review loan files.	1.10
12/10/12	E.L. Coccia	Review loan files.	6.60
12/10/12	A.L. Harris	Review loan files.	0.40
12/10/12	C.B. Holtzman	Review loan files.	2.30
12/10/12	N.R. Smarr	Review loan files.	2.50
12/10/12	L.S. Welwarth	Revisions and updates to Foreclosure Lookback Review Instruction Sheet.	0.30
12/10/12	L.S. Welwarth	Review of updated standing orders/local rules and integration of information into Standing Orders/local rules chart.	0.80

GMAC/Ally Financial, Inc.

Client/Matter Number: 139697.00002

January 22, 2013

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Date	Name	Services	Time
12/10/12	M. Alexsy	Review loan files.	0.80
12/10/12	M. Alexsy	Work on quarterly fee applications.	1.20
12/11/12	G. Apfel	Work on legal review process.	0.90
12/11/12	G. Apfel	Conference call with PwC and GMAC re fees review process.	1.00
12/11/12	G. Apfel	Review loan files.	2.50
12/11/12	J.M. Friedman	Attend training session.	2.50
12/11/12	D. Kovsky-Apap	Work on legal review process.	2.50
12/11/12	D. Murphy	Attend training session.	3.00
12/11/12	D. Murphy	Review loan files.	2.00
12/11/12	D. Murray	Review loan files.	3.50
12/11/12	A. Wisotsky	Review loan files.	1.50
12/11/12	K.B. Braun	Review loan files.	0.70
12/11/12	B.F. Scotti	Attend training session.	2.00
12/11/12	J. VandeWyngearde	Review loan files.	3.50
12/11/12	E.L. Coccia	Review loan files.	2.50
12/11/12	Andrea M. de Vries	Review loan files.	4.20
12/12/12	G. Apfel	Work on loan review process.	1.70
12/12/12	G. Apfel	Conference call with PwC and GMAC re loan review process.	1.00
12/12/12	J.M. Friedman	Review loan files.	7.00
12/12/12	D. Kovsky-Apap	Review loan files.	1.10
12/12/12	D. Murray	Review loan files.	2.50
12/12/12	W.R. Wagner	Review loan files.	4.00
12/12/12	A. Wisotsky	Review loan files.	2.75
12/12/12	J. VandeWyngearde	Review loan files.	2.00
12/12/12	E.L. Coccia	Review loan files.	2.40
12/12/12	A.L. Harris	Review loan files.	0.80
12/12/12	N.R. Smarr	Review loan files.	0.40
12/13/12	G. Apfel	Work on loan review process.	1.30
12/13/12	D.J. Detweiler	Review emails from D. Kovosky re loan review.	0.20
12/13/12	J.M. Friedman	Review loan files.	5.75
12/13/12	D. Kovsky-Apap	Review loan files.	4.40
12/13/12	D. Murray	Review loan files.	1.00
12/13/12	W.R. Wagner	Review loan files.	3.50
12/13/12	J. VandeWyngearde	Review loan files.	4.60
12/13/12	Andrea M. de Vries	Review loan files.	4.80
12/13/12	R.R. Tooley	Review loan files.	4.50
12/13/12	L.S. Welwarth	Review loan files.	0.20

GMAC/Ally Financial, Inc.

Client/Matter Number: 139697.00002

January 22, 2013

Invoice: 10789300

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Date	Name	Services	Time
12/14/12	G. Apfel	Conference call with PwC and Hudson Cook re loan review process.	0.50
12/14/12	G. Apfel	Review loan files.	1.10
12/14/12	G. Apfel	Work on remediation framework.	1.60
12/14/12	G. Apfel	Conference calls with PwC re fees review process.	1.00
12/14/12	G. Apfel	Work on fee application.	0.80
12/14/12	D.J. Detweiler	Review loan files.	0.50
12/14/12	J.M. Friedman	Review loan files.	4.50
12/14/12	D. Kovsky-Apap	Participate in conference calls with PwC and Hudson Cook.	1.50
12/14/12	D. Kovsky-Apap	Review loan files.	4.00
12/14/12	D. Murray	Review loan files.	2.25
12/14/12	W.R. Wagner	Review loan files.	2.50
12/14/12	A. Wisotsky	Review loan files.	1.20
12/14/12	K.B. Braun	Review loan files.	6.40
12/14/12	J. VandeWyngearde	Review loan files.	1.90
12/14/12	Andrea M. de Vries	Review loan files.	3.80
12/14/12	A.L. Harris	Review loan files.	0.40
12/14/12	R.R. Tooley	Review loan files.	1.00
12/14/12	L.S. Welwarth	Review loan files.	0.30
12/14/12	M. Alexsy	Work on fee applications.	2.40
12/15/12	D. Kovsky-Apap	Review loan files.	1.10
12/15/12	D. Kovsky-Apap	Work on legal review process.	0.70
12/15/12	W.R. Wagner	Review loan files.	3.00
12/15/12	K.B. Braun	Review loan files.	1.90
12/16/12	D. Kovsky-Apap	Review loan files.	8.20
12/16/12	W.R. Wagner	Review loan files.	3.00
12/16/12	A. Wisotsky	Review loan files.	1.75
12/16/12	K.B. Braun	Review loan files.	0.50
12/16/12	J. VandeWyngearde	Review loan files.	0.80
12/17/12	G. Apfel	Work on fees review process.	0.40
12/17/12	G. Apfel	Conference call with GMAC and PwC re fee review process.	0.80
12/17/12	G. Apfel	Work on legal review process.	1.20
12/17/12	G. Apfel	Work on remediation framework.	0.70
12/17/12	D.J. Detweiler	Review loan files.	1.20
12/17/12	J.M. Friedman	Review loan files.	0.75
12/17/12	D. Kovsky-Apap	Participate in conference call with PwC fees team.	0.90
12/17/12	D. Kovsky-Apap	Work on legal review process.	1.50
12/17/12	D. Kovsky-Apap	Review loan files.	0.80

GMAC/Ally Financial, Inc.

Client/Matter Number: 139697.00002

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Date	Name	Services	Time
12/17/12	D. Murphy	Work on legal review process.	1.20
12/17/12	D. Murray	Review loan files.	3.00
12/17/12	W.R. Wagner	Review loan files	2.00
12/17/12	Andrea M. de Vries	Review loan files.	2.00
12/17/12	A.L. Harris	Review loan files.	0.40
12/17/12	R.R. Tooley	Review loan files.	1.00
12/17/12	L.S. Welwarth	Review loan files.	0.60
12/17/12	M. Alexsy	Work on loan assignments.	0.20
12/18/12	G. Apfel	Work on fee application.	0.90
12/18/12	G. Apfel	Work on fees review process.	0.70
12/18/12	G. Apfel	Work on legal review process.	1.60
12/18/12	G. Apfel	Work on remediation framework.	1.10
12/18/12	D.J. Detweiler	Review loan files.	1.00
12/18/12	J.M. Friedman	Review loan files.	4.80
12/18/12	D. Kovsky-Apap	Work on legal review process.	3.50
12/18/12	D. Kovsky-Apap	Review loan files.	1.20
12/18/12	W.R. Wagner	Review loan files.	2.00
12/18/12	A. Wisotsky	Review loan files.	0.10
12/18/12	J. VandeWyngearde	Review loan files.	2.60
12/18/12	A.L. Harris	Review loan files.	0.20
12/18/12	L.S. Welwarth	Review loan files.	1.60
12/18/12	M. Alexsy	Work on fee applications.	1.40
12/18/12	M. Alexsy	Work on new loan assignments.	0.30
12/19/12	G. Apfel	Work on remediation framework.	2.10
12/19/12	G. Apfel	Work on legal review process.	1.10
12/19/12	J.M. Friedman	Review loan files.	6.30
12/19/12	D. Kovsky-Apap	Work on legal review process.	2.90
12/19/12	D. Kovsky-Apap	Review loan files.	1.80
12/19/12	W.R. Wagner	Review loan files.	2.00
12/19/12	L.A. Poltrock	Review loan files.	2.40
12/19/12	Andrea M. de Vries	Review loan files.	4.20
12/19/12	A.L. Harris	Review loan files.	4.30
12/19/12	C.B. Holtzman	Review loan files.	4.60
12/19/12	M. Alexsy	Work on loan assignments.	0.50
12/19/12	M. Alexsy	Work on fee applications.	0.90
12/20/12	G. Apfel	Conference call with GMAC and PwC re bankruptcy fees process.	1.00
12/20/12	G. Apfel	Conference call with GMAC re remediation framework.	1.00
12/20/12	G. Apfel	Work on remediation framework.	1.60

GMAC/Ally Financial, Inc.

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Date	Name	Services	Time
12/20/12	G. Apfel	Work on stay review process.	1.10
12/20/12	D.J. Detweiler	Review loan files.	1.20
12/20/12	J.M. Friedman	Review loan files.	3.80
12/20/12	D. Kovsky-Apap	Review loan files.	1.30
12/20/12	D. Kovsky-Apap	Work on legal review process.	0.50
12/20/12	D. Kovsky-Apap	Participate in conference calls with PwC and GMAC bankruptcy team.	2.20
12/20/12	D. Murphy	Review loan files.	1.80
12/20/12	D. Murray	Review loan files.	2.50
12/20/12	W.R. Wagner	Review loan files.	2.00
12/20/12	A.L. Harris	Review loan files.	0.50
12/20/12	C.B. Holtzman	Review loan files.	3.90
12/20/12	L.S. Welwarth	Review loan files.	0.70
12/20/12	M. Alexsy	Work on fee applications.	3.60
12/21/12	G. Apfel	Conference call with PwC and Hudson Cook re loan review process.	1.10
12/21/12	G. Apfel	Work on remediation framework.	1.80
12/21/12	G. Apfel	Research on escrow withdrawals as stay violations.	1.50
12/21/12	J.M. Friedman	Review loan files.	7.50
12/21/12	D. Kovsky-Apap	Telephone conference with PwC fees team.	1.10
12/21/12	D. Kovsky-Apap	Work on legal review process.	1.50
12/21/12	D. Kovsky-Apap	Review loan files.	1.20
12/21/12	D. Murphy	Review loan files.	1.00
12/21/12	D. Murray	Review loan files.	3.50
12/21/12	W.R. Wagner	Review loan files.	1.00
12/21/12	J. VandeWyngearde	Review loan files.	1.80
12/21/12	E.L. Coccia	Review loan files.	3.90
12/21/12	Andrea M. de Vries	Review loan files.	4.50
12/21/12	A.L. Harris	Review loan files.	1.20
12/21/12	C.B. Holtzman	Review loan files.	3.70
12/21/12	L.S. Welwarth	Review loan files.	0.80
12/22/12	D. Kovsky-Apap	Review loan files.	1.00
12/22/12	E.L. Coccia	Review loan files.	4.00
12/23/12	G. Apfel	Work on remediation framework.	2.60
12/23/12	D. Kovsky-Apap	Review loan files.	3.90
12/23/12	K.B. Braun	Review loan files.	3.90
12/23/12	E.L. Coccia	Review loan files.	1.90
12/24/12	J.M. Friedman	Review loan files.	5.80
12/24/12	D. Kovsky-Apap	Work on legal review process.	0.80
12/24/12	D. Kovsky-Apap	Review loan files.	0.40

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Date	Name	Services	Time
12/25/12	G. Apfel	Work on remediation framework.	2.10
12/25/12	D. Kovsky-Apap	Review loan files.	3.10
12/26/12	G. Apfel	Work on remediation framework.	1.30
12/26/12	G. Apfel	Review loan files.	3.10
12/26/12	G. Apfel	Work on legal review process.	1.20
12/26/12	J.M. Friedman	Review loan files.	8.50
12/26/12	D. Kovsky-Apap	Work on legal review process.	0.50
12/26/12	D. Kovsky-Apap	Review loan files.	2.10
12/26/12	D. Murray	Review loan files.	1.50
12/26/12	R.R. Tooley	Review loan files.	3.50
12/27/12	G. Apfel	Work on fee application.	0.60
12/27/12	G. Apfel	Work on loan review process.	1.90
12/27/12	G. Apfel	Work on remediation framework.	1.30
12/27/12	J.M. Friedman	Review loan files.	8.00
12/27/12	D. Kovsky-Apap	Review loan files.	0.60
12/27/12	D. Kovsky-Apap	Work on legal review process.	1.90
12/27/12	A. Wisotsky	Review loan files.	0.50
12/27/12	B.F. Scotti	Review loan files.	2.00
12/28/12	G. Apfel	Work on remediation framework.	1.80
12/28/12	G. Apfel	Work on legal review process.	2.10
12/28/12	J.M. Friedman	Review loan files.	4.00
12/28/12	D. Kovsky-Apap	Work on legal review process.	1.80
12/28/12	D. Murray	Review loan files.	1.00
12/28/12	W.R. Wagner	Review loan files.	2.00
12/28/12	B.F. Scotti	Review loan files.	1.50
12/28/12	C.B. Holtzman	Review loan files.	2.50
12/28/12	L.S. Welwarth	Work on legal review process.	2.00
12/30/12	D. Kovsky-Apap	Work on legal review process.	2.20
12/31/12	G. Apfel	Work on legal review process.	2.60
12/31/12	J.M. Friedman	Review loan files.	0.75
12/31/12	D. Kovsky-Apap	Work on legal review process.	1.50
12/31/12	D. Murray	Review loan files.	1.75
12/31/12	A. Wisotsky	Review loan files.	1.00

TOTAL CHARGEABLE HOURS 742.60

TOTAL FEES \$385,115.25

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Meals

<u>Date</u>	<u>Code</u>	<u>Description</u>	<u>Units</u>	<u>Cost</u>	<u>Value</u>
12/04/12	CON1	Meals - DEBORAH KOVSKY-APAP - EXPENSES RELATED TO 11/12-17/12 TRAVEL TO PHILADELPHIA - DINNER MEAL 11/12/12, SU XING HOUSE RESTAURANT	1	19.04	19.04
12/04/12	CON1	Meals - DEBORAH KOVSKY-APAP - EXPENSES RELATED TO 11/12-17/12 TRAVEL TO PHILADELPHIA - BREAKFAST MEAL 11/12/12, CROSSINGS CAFE, PHILA	1	8.54	8.54
12/04/12	CON1	Meals - DEBORAH KOVSKY-APAP - EXPENSES RELATED TO 11/12-17/12 TRAVEL TO PHILADELPHIA - MEAL 11/13/12,	1	6.84	6.84
12/04/12	CON1	Meals - DEBORAH KOVSKY-APAP - EXPENSES RELATED TO 11/12-17/12 TRAVEL TO PHILADELPHIA - LUNCH MEAL 11/14/12, MAMA'S VEGETARIAN	1	10.00	10.00
12/04/12	CON1	Meals - DEBORAH KOVSKY-APAP - EXPENSES RELATED TO 11/12-17/12 TRAVEL TO PHILADELPHIA - DINNER MEAL 11/14/12, CITRON & ROSE	1	143.34	143.34
12/04/12	CON1	Meals - DEBORAH KOVSKY-APAP - EXPENSES RELATED TO 11/12-17/12 TRAVEL TO PHILADELPHIA - BREAKFAST MEAL 11/14/12, STARBUCKS	1	6.32	6.32
12/04/12	CON1	Meals - DEBORAH KOVSKY-APAP - EXPENSES RELATED TO 11/12-17/12 TRAVEL TO PHILADELPHIA - LUNCH MEAL 11/14/12, CORNER BISTRO	1	17.33	17.33
12/04/12	CON1	Meals - GARY APFEL - TRAVEL EXPENSES FOR 11/26-29/12 - DINNER ON 11/27/12. PUBLIC HOUSE, PHILA	1	55.96	55.96
12/04/12	CON1	Meals - GARY APFEL - TRAVEL EXPENSES FOR 11/26-29/12 - LUNCH CORNER BISTRO ON 11/27/12	1	10.09	10.09

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<u>Date</u>	<u>Code</u>	<u>Description</u>	<u>Units</u>	<u>Cost</u>	<u>Value</u>
12/04/12	CON1	Meals - GARY APFEL - TRAVEL EXPENSES FOR 11/26-29/12 - DINNER WITH D. KOVSKY-APAP ON 11/28/12, CITRON & ROSE, MERION STATION (PHILA), PA	1	113.00	113.00
12/04/12	CON1	Meals - DEBORAH KOVSKY-APAP Meals - DEBORAH KOVSKY-APAP - EXPENSES REGARDING TRAVEL TO PHILADELPHIA 11/5-7/12 - FOUR SEASONS PRIVATE BAR ON 11/7/12	1	12.96	12.96
12/04/12	CON1	Meals - DEBORAH KOVSKY-APAP - EXPENSES REGARDING TRAVEL TO PHILADELPHIA 11/5-7/12 - BREAKFAST MEAL 11/7/12, CROSSINGS CAFE	1	3.16	3.16
12/04/12	CON1	Meals - DEBORAH KOVSKY-APAP - EXPENSES REGARDING TRAVEL TO PHILADELPHIA 11/5-7/12 - LUNCH MEAL 11/5/12, STARBUCKS	1	6.52	6.52
12/04/12	CON1	Meals - DEBORAH KOVSKY-APAP - EXPENSES REGARDING TRAVEL TO PHILADELPHIA 11/5-7/12 - LUNCH MEAL 11/6/12, CORNER BISTRO	1	12.27	12.27
12/04/12	CON1	Meals - DEBORAH KOVSKY-APAP - EXPENSES REGARDING TRAVEL TO PHILADELPHIA 11/5-7/12 - LUNCH MEAL 11/6/12, CROSSINGS CAFE	1	7.96	7.96
12/04/12	CON1	Meals - DEBORAH KOVSKY-APAP - EXPENSES REGARDING TRAVEL TO PHILADELPHIA 11/5-7/12 - BREAKFAST MEAL 11/7/12, MAYORGA COFFEE ROASTERS	1	6.46	6.46
12/07/12	CON1	Meals - DEBORAH KOVSKY-APAP - EXPENSES RELATED TO PHILADELPHIA TRAVEL 11/26-29/12 - MEAL 11/26/12, SU XING HOUSE, PHILA.	1	21.52	21.52

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<u>Date</u>	<u>Code</u>	<u>Description</u>	<u>Units</u>	<u>Cost</u>	<u>Value</u>
12/07/12	CON1	Meals - DEBORAH KOVSKY-APAP - EXPENSES RELATED TO PHILADELPHIA TRAVEL 11/26-29/12 - LUNCH MEAL 11/27/12, CORNER BISTRO	1	8.77	8.77
12/07/12	CON1	Meals - DEBORAH KOVSKY-APAP - EXPENSES RELATED TO PHILADELPHIA TRAVEL 11/26-29/12 - SNACK 11/28/12, CROSSING CAFE	1	1.59	1.59
12/07/12	CON1	Meals - DEBORAH KOVSKY-APAP - EXPENSES RELATED TO PHILADELPHIA TRAVEL 11/26-29/12 - MEAL 11/29/12, CIBO EXPRESS GOURMET	1	20.86	20.86
12/12/12	CON1	Meals - SEAMLESS E. COCCIA 11/6/12	1	18.08	18.08
12/12/12	CON1	Overtime Meal - PEPPER HAMILTON LLP VANDERPOOL DINNER ON 11/29/12	1	30.00	30.00
12/18/12	CON1	Dinner Meal – FOUR SEASONS HOTEL PHILA. G. APFEL 10/16/12 1	1	13.89	13.89
12/18/12	CON1	Dinner Meal - FOUR SEASONS HOTEL PHILA. G. APFEL 10/17/12	1	61.59	47.70
12/18/12	CON1	Dinner Meal – FOUR SEASONS HOTEL PHILA. G. APFEL 11/5/12	1	39.69	39.69
12/18/12	CON1	Dinner Meal - FOUR SEASONS HOTEL PHILA. G. APFEL 11/6/12 LODGING	1	18.36	18.36
12/18/12	CON1	Dinner Meal – FOUR SEASONS HOTEL PHILA. G. APFEL 11/12/12	1	26.21	26.21
12/18/12	CON1	Dinner Meal – FOUR SEASONS HOTEL PHILA. G. APFEL 11/13/12	1	6.48	6.48
12/18/12	CON1	Dinner Meal – FOUR SEASONS HOTEL PHILA. G. APFEL 11/14/12	1	19.44	19.44
12/18/12	CON1	Dinner Meal – FOUR SEASONS HOTEL PHILA. G. APFEL 11/15/12	1	26.21	18.36
SubTotal For: Meals					\$ 730.74

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Messenger Service

<u>Date</u>	<u>Code</u>	<u>Description</u>	<u>Units</u>	<u>Cost</u>	<u>Value</u>
12/11/12	MES4	FedEx: Attn Tammy Hamzehpo FORT WASHINGTON	1	19.31	19.31
12/11/12	MES4	FedEx: Ray C Schrock NEW YORK CITY	1	19.31	19.31
12/11/12	MES4	FedEx: Office of the U S T NEW YORK CITY	1	19.31	19.31
12/11/12	MES4	FedEx: Kenneth Ziman NEW YORK CITY	1	19.31	19.31
12/11/12	MES4	FedEx: Kenneth Ziman NEW YORK CITY	1	19.31	19.31
12/25/12	MES4	FedEx: NEW YORK CITY	1	19.31	19.31
		SubTotal For: Messenger Service			\$115.86

Travel Expense

<u>Date</u>	<u>Code</u>	<u>Description</u>	<u>Units</u>	<u>Cost</u>	<u>Value</u>
12/04/12	TRV1	Travel Expense - DEBORAH KOVSKY-APAP - EXPENSES REGARDING TRAVEL TO PHILADELPHIA 11/5-7/12 - TOLLS 11/13/12	1	5.53	5.53
12/04/12	TRV1	Travel Expense - DEBORAH KOVSKY-APAP - EXPENSES REGARDING TRAVEL TO PHILADELPHIA 11/5-7/12 - FOUR SEASONS INTERNET 11/5-6/12	1	36.00	36.00
12/04/12	TRV1	Travel Expense - DEBORAH KOVSKY-APAP Travel Expense - DEBORAH KOVSKY-APAP - EXPENSES REGARDING TRAVEL TO PHILADELPHIA 11/5-7/12 - FOUR SEASONS OVERNIGHT PARKIING 11/7/12	1	49.00	49.00
12/04/12	TRV1	Travel Expense – DEBORAH KOVSKY-APAP – EXPENSES REGARDING TRAVEL TO PHILADELPHIA 11/5-7/12 – GOGO INTERNET	1	10.90	10.90

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12/04/12	TRV1	Travel Expense - GARY APFEL - TRAVEL EXPENSES FOR 11/26-29/12 - CAB FROM HOME TO LAX 11/26/12	1	56.00	56.00
12/04/12	TRV1	Travel Expense - GARY APFEL - TRAVEL EXPENSES FOR 11/26-29/12 - CAB FROM LAX TO HOME 11/29/12	1	58.00	58.00
12/04/12	TRV1	Travel Expense - GARY APFEL - TRAVEL EXPENSES FOR 11/26-29/12 - CAB TO PHILA HOTEL FROM AIRPORT 11/26/12	1	35.64	35.64
12/04/12	TRV1	Travel Expense - DEBORAH KOVSKY-APAP - EXPENSES RELATED TO 11/12-17/12 TRAVEL TO PHILADELPHIA - CAB FROM AIRPORT 11/12/12	1	37.12	37.12
12/04/12	TRV1	Travel Expense - DEBORAH KOVSKY-APAP - EXPENSES RELATED TO 11/12-17/12 TRAVEL TO PHILADELPHIA - CAB FROM WESTIN TO FOUR SEASONS 11/12/12	1	6.66	6.66
12/04/12	TRV1	Travel Expense - DEBORAH KOVSKY-APAP - EXPENSES RELATED TO 11/12-17/12 TRAVEL TO PHILADELPHIA - RENTAL CAR	1	161.79	161.79
12/04/12	TRV1	Travel Expense - DEBORAH KOVSKY-APAP - EXPENSES RELATED TO 11/12-17/12 TRAVEL TO PHILADELPHIA - CAB TO AIRPORT 11/17/12	1	37.12	37.12
12/04/12	TRV1	Travel Expense - DEBORAH KOVSKY-APAP - EXPENSES RELATED TO 11/12-17/12 TRAVEL TO PHILADELPHIA - AIRPORT PARKING	1	30.00	30.00
12/04/12	TRV1	Travel Expense - DEBORAH KOVSKY-APAP - EXPENSES RELATED TO 11/12-17/12 TRAVEL TO PHILADELPHIA - MILEAGE	1	26.48	26.48
12/04/12	TRV1	Travel Expense - DEBORAH KOVSKY-APAP - AIRFARE FOR 11/26-29/12 TRAVEL TO PHILADELPHIA	1	1,253.60	1,253.60

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12/04/12	TRV1	Travel Expense - DEBORAH KOVSKY- APAP - EXPENSES REGARDING TRAVEL TO PHILADELPHIA 11/5-7/12 - CAB FROM AIRPORT 11/5/12	1	35.64	35.64
12/04/12	TRV1	Travel Expense - DEBORAH KOVSKY- APAP - EXPENSES REGARDING TRAVEL TO PHILADELPHIA 11/5-7/12 - CAR RENTAL	1	321.65	321.65
12/04/12	TRV1	Travel Expense - DEBORAH KOVSKY- APAP - EXPENSES REGARDING TRAVEL TO PHILADELPHIA 11/5-7/12 - TOLLS 11/6/12	1	5.00	5.00
12/04/12	TRV1	Travel Expense - DEBORAH KOVSKY- APAP - EXPENSES REGARDING TRAVEL TO PHILADELPHIA 11/5-7/12 - TOLLS 11/7/12	1	23.90	23.90
12/04/12	TRV1	Travel Expense - DEBORAH KOVSKY- APAP - EXPENSES REGARDING TRAVEL TO PHILADELPHIA 11/5-7/12 - GAS FOR CAR RENTAL	1	34.60	34.60
12/04/12	TRV1	Travel Expense - DEBORAH KOVSKY- APAP - EXPENSES REGARDING TRAVEL TO PHILADELPHIA 11/5-7/12 - AIRPORT PARKING	1	60.00	60.00
12/04/12	TRV1	Travel Expense - DEBORAH KOVSKY- APAP - EXPENSES REGARDING TRAVEL TO PHILADELPHIA 11/5-7/12 - MILEAGE	1	26.48	26.48
12/06/12	TRV1	Travel Expense - THE WESTIN HOTEL PHILADELPHIA, 11/12, 11/13 and 11/14/12	1	825.99	825.99
12/07/12	TRV1	Travel Expense - DEBORAH KOVSKY- APAP - EXPENSES RELATED TO PHILADELPHIA TRAVEL 11/26-29/12 - MILEAGE	1	26.48	26.48
12/07/12	TRV1	Travel Expense - DEBORAH KOVSKY- APAP - EXPENSES RELATED TO PHILADELPHIA TRAVEL 11/26-29/12 - HOTEL INTERNET 11/26-28/12	1	54.00	54.00

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12/07/12	TRV1	Travel Expense - DEBORAH KOVSKY- APAP - EXPENSES RELATED TO PHILADELPHIA TRAVEL 11/26-29/12 - HOTEL PARKING 11/26-28/12	1	49.00	49.00
12/07/12	TRV1	Travel Expense - DEBORAH KOVSKY- APAP - EXPENSES RELATED TO PHILADELPHIA TRAVEL 11/26-29/12 - CAB FROM AIRPORT 11/26/12	1	35.64	35.64
12/07/12	TRV1	Travel Expense - DEBORAH KOVSKY- APAP - EXPENSES RELATED TO PHILADELPHIA TRAVEL 11/26-29/12 - TURNPIKE TOLLS 11/27/12 AND 11/29/12	1	2.50	2.50
12/07/12	TRV1	Travel Expense - DEBORAH KOVSKY- APAP - EXPENSES RELATED TO PHILADELPHIA TRAVEL 11/26-29/12 - CAB TO AIRPORT 11/29/12	1	35.64	35.64
12/07/12	TRV1	Travel Expense - DEBORAH KOVSKY- APAP - EXPENSES RELATED TO PHILADELPHIA TRAVEL 11/26-29/12 - AIRPORT PARKING 11/29/12	1	80.00	80.00
12/18/12	TRV1	Travel Expense - FOUR SEASONS HOTEL PHILA. G. APFEL 11/12-14/12 LODGING	1	931.72	931.72
12/18/12	TRV1	Travel Expense - FOUR SEASONS HOTEL PHILA. D. KOVSKY-APAP 11/5-6/12 LODGING	1	564.48	564.48
12/18/12	TRV1	Travel Expense - FOUR SEASONS HOTEL PHILA. D. KOVSKYAPAP 10/16-17/12 LODGING	1	864.00	864.00
12/18/12	TRV1	Travel Expense - DEBORAH KOVSKY- APAP - LATER FLIGHT CHANGE FEE TO ATTEND MEETING IN PHILADELPHIA	1	316.00	316.00
12/18/12	TRV1	Travel Expense - FOUR SEASONS HOTEL PHILA. G. APFEL 11/5-6/12 LODGING	1	571.48	571.48
12/18/12	TRV1	Travel Expense - FOUR SEASONS HOTEL PHILA. G. APFEL 10/16-17/12 LODGING	1	871.00	871.00

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12/18/12	TX11	Ground Transportation - BOSTON COACH	1	53.92	53.92
		G. APFEL 11/15/12 CAR SERVICE			

SubTotal For: Travel Expense	7,592.96
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TOTAL EXPENSES.....	\$8,439.56
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TOTAL AMOUNT DUE.....	<u>\$393,554.81</u>
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The following is a summary of the time dedicated and the fees charged to this matter by the Firm's professional staff:

		Hours	Rate	Fee
G. Apfel	Partner	95.80	850.00	81,430.00
D.J. Detweiler	Partner	18.50	610.00	11,285.00
J.M. Friedman	Partner	77.20	800.00	61,760.00
D. Kovsky-Apap	Partner	108.20	500.00	54,100.00
K. Kress	Partner	5.00	475.00	2,375.00
F.A. Mayer	Partner	2.95	690.00	2,035.50
D. Murphy	Partner	14.10	535.00	7,543.50
D. Murray	Partner	30.00	525.00	15,750.00
W.R. Wagner	Partner	46.00	770.00	35,420.00
A. Wisotsky	Partner	13.95	595.00	8,300.25
K.B. Braun	Of Counsel	38.60	450.00	17,370.00
L.A. Poltrock	Of Counsel	2.40	365.00	876.00
B.F. Scotti	Of Counsel	10.50	470.00	4,935.00
R.L. Vanderpool, IV	Of Counsel	1.50	530.00	795.00
J. VandeWyngearde	Of Counsel	29.40	385.00	11,319.00
E.L. Coccia	Associate	40.90	245.00	10,020.50
Andrea M. de Vries	Associate	38.60	380.00	14,668.00
A.L. Harris	Associate	21.90	245.00	5,365.50
C.B. Holtzman	Associate	39.70	315.00	12,505.50
A. Mavraganis	Associate	9.80	245.00	2,401.00
A.J.P.R. Rhee	Associate	8.10	315.00	2,551.50
N.R. Smarr	Associate	18.30	315.00	5,764.50
R.R. Tooley	Associate	32.00	245.00	7,840.00
L.S. Welwarth	Associate	18.90	235.00	4,441.50
M. Alexsy	Paralegal	20.30	210.00	4,263.00
Total		742.60		\$385,115.25

Pepper Hamilton LLP
Attorneys at Law

Suite 1670
Wells Fargo Tower
333 South Grand Avenue
Los Angeles, CA 90071
213.293.3130

REMITTANCE PAGE

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Tammy Hamzehpour, General Counsel
GMAC Mortgage LLC
1100 Virginia Drive
Fort Washington, PA 19034

William B. Solomon, Jr., General Counsel
Ally Financial, Inc.
200 Renaissance Center
Detroit, MI 48265-2000

RE: Foreclosure Look Back Review

FOR PROFESSIONAL SERVICES RENDERED from December 1, 2012 through December 31, 2012

Total Fees	\$385,115.25
Total Expenses and Services	\$8,439.56
Total Amount Due	\$393,554.81

PLEASE RETURN WITH REMITTANCE

To Wire Payment Wells Fargo Bank, Philadelphia, PA ABA# 121000248; Acct#: 2 0000 492 01 046
Swift# WFBUS6S

PLEASE REFERENCE INVOICE NUMBER